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FINE ARTS MUSEUMS of SAN FRANCISCO

Board of Trustees
California Palace of the Legion of Honor
M.H. de Young Memorial Museum

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#1
1/14/99

OFFICIAL MEETING NOTICE

Corporation of The Fine Arts Museums
Board of Trustees

Thursday, January 14, 1999
3:30 p.m.[1]
Board Room
California Palace of the Legion of Honor
Lincoln Park
San Francisco, California

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AGENDA

I. Call to Order - Mrs. Alfred

II. Calling of the Roll

Trustees:

Del M. Anderson
Alvin H. Baum, Jr.
Alix Phillips Becker
George McNear Bowles
Mrs. Philip E. Bowles III
Mrs. Barbara B. Carleton
Charles Crocker
Belva Davis
Mrs. Ray Dolby, Vice President/Annual Support
Richard P. Essey
Richard H. Finn, Vice President of Finance
Morgan Flagg
Mrs. Lynn C. Fritz
Ms. Frankie Jacobs Gillette, Vice President/Civic Affairs
Richard N. Goldman
Mrs. Richard Goodyear

[1] Or such earlier time as the Fine Arts Museums of San Francisco Board of Trustees meeting ends, but in no event before 3:30 p.m.

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II. Calling of the Role (continued)

Richard W. Goss II
Mrs. Nancy Hamon
David R. Hoyer
Beverly James
J. Burgess Jamieson
David M. Jamison, Vice President/Audience Development
Ann L. Johnson, M.D.
Stephen L. Johnson
Leonard E. Kingsley
Diane B. Lloyd-Butler
Mrs. Peter McBean
Nion McEvoy
J. Alec Merriam, Vice President of Collections
Lorna F. Meyer
Michael W. Michelson
Robert A. Mills
Josie Mooney
Walter S. Newman
Michael E. O'Neill
Steven MacGregor Read, Vice President of Facilities
George R. Roberts
Waldemar Rojas
Gail P. Seneca
William E. Steen
William A. Stimson
Dolores G. Terrazas
Burl A. Toler, Sr.
Sidney R. Unobskey
Carlos Pedro Villa
Marshall I. Wais, Sr.
Mrs. Harry H. Wetzel
Mrs. Charles F. Willis
Mrs. Alfred S. Wilsey, President
Alfred S. Wilsey
Frank Montgomery Woods

Absences to be Excused:

II. Calling of the Roll (continued)

Non-Voting Officers:

Harry S. Parker III, Chief Executive Officer
Steve Dykes, Treasurer
Judy Gough, Executive Secretary

III. Report of the President - Mrs. Alfred S. Wilsey

A. Consideration and Possible Action to Approve the Minutes of the December 10, 1998 Meeting of the Executive Committee of the Board of Trustees (See Appendix A) filed under Executive Committee Minutes

B. Report on Campaign 2000, Phase II, to Build a New de Young Museum

C. Report of the Architect Selection Committee for a New de Young Museum

D. Consideration and Possible Action to Adopt a Resolution to Select an Architect and to Authorize the President of the Board of Trustees and the Director of Museums to Take All Necessary Steps to Engage the Professional Services of Said Architect to Develop a Conceptual Plan for a New de Young Museum in Golden Gate Park, and to Expend COFAM Funds Required for This Purpose

E. Other Informational Items

IV. Report of the Chief Executive Officer - Harry S. Parker III

A. Report on COFAM Operating Budget as of November 30, 1998 (See Appendix B)

B. Consideration and Possible Action to Revise the Operating Guidelines of the San Francisco Auxiliary to Change the Deadline Date for New Members from October to November 1 and to Add Dues as a Membership Requirement

C. Consideration and Possible Action to Adopt a Resolution Authorizing the Transfer of Stock

RESOLVED, That the Board of Trustees of the Corporation of The Fine Arts Museums (COFAM) does hereby authorize that any two of the following individuals are fully authorized and empowered to sell, assign, transfer, and deliver any and all shares of stock, bonds, debentures,

C. Consideration and Possible Action to Adopt a Resolution Authorizing the Transfer of Stock (continued)

notes, evidences of indebtedness, or other securities now or hereafter standing in the name of or owned by this Corporation and to make, execute, and deliver any and all written instruments necessary or proper to effectuate the authority hereby conferred, including execution of all written instructions necessary for our nominee, Wells Fargo Bank, to implement the transaction.

Authorized Individuals:
Harry S. Parker III
Stephen E. Dykes, Treasurer
Barbara Boucke, Deputy Director for Development
Robert M. Cullison, Controller

D. Other Informational Items

V. Report of the Audit Committee - Michael E. O'Neill, Chair

A. Presentation of Results of the Draft Combined Financial Statements for the Fiscal Year Ending June 30, 1997 (See Appendix) - William G. Ritchie, Partner, PriceWaterhouseCoopers

VI. Report of the Annual Support Committee - Mrs. Ray Dolby, Chair and Vice President

VII. Report of the Fine Arts Museums Foundation - Charles Crocker, President

VIII. Adjournment - Mrs. Alfred S. Wilsey, President

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Public Meeting Requirements Relating to Accessibility

The subsequent information is in compliance with the Americans with Disabilities Act (ADA); the following will be made available upon request:

1. American sign language interpreters
2. A sound enhancement system
3. An agenda of meeting available in alternative formats and
4. A reader during the meeting

To arrange for the above services, please contact Judy Gough at (415) 750-3669 at least two working days prior to a meeting. A late request will be honored if possible. Minutes of the meeting will be made in alternative formats upon request.

In order to assist the City's efforts to accommodate persons with severe allergies, environmental illnesses, multiple chemical sensitivity or related disabilities, those attending public meetings are reminded that other may be sensitive to various chemical based products. Please help the City to accommodate these individuals.

The MUNI's wheelchair-accessible No. 18 line stops in front of the Legion. For access to the Legion from downtown, take MUNI's wheelchair-accessible No. 38 Geary line to 33rd and Clement and connect with the No. 18 line. For more information about MUNI's accessible services, call (415) 923-6142.

There are accessible parking spaces (disabled-designated) available in front of the Legion.Accessible seating for persons with disabilities (including those using wheelchairs) will be available. For Telecommunication Device for the Deaf (TDD), the Museums use the California Relay Service.

Know Your Rights Under the Sunshine Ordinance

Government's duty is to serve the public, reaching its decisions in full view of the public. Commissions, boards, councils, and other agencies of the City and County exist to conduct the people's business. This ordinance assures that deliberations are conducted before the people and that City operations are open to the people's review.

For more information on your rights under the Sunshine Ordinance (Chapter 67 of the San Francisco Administrative Code) or to report a violation of the ordinance, contact the Sunshine Ordinance Task Force at 554-6075.

If you are unable to attend the meeting, you may submit written comments to Judy Gough, Fine Arts Museums of San Francisco, 233 Post Street, 6th Floor, San Francisco, CA, 94108.

COFAM Operating Budget Report
Month Ended 30 November 1998

Overview

Cumulative five month operating results were ($71k) – some $716k better than budget, owing to stronger resources, lower expenses, and handling Guggenheim expenses for *Picasso* as an expense reimbursement instead of a cost to be offset in the future by payment from the Guggenheim.

The reserve was $1.3m -- up $238k from October. Board policy is to maintain a $2m reserve. The budget plan is to achieve this goal by the end of the fiscal year, based on the success of *Picasso* and the anticipated popularity of *Impressionists In Winter*.

Highlights

Total resources were up $186k. Support ran ahead of budget due to bigger draw downs of restricted grants and gifts than budgeted. On the revenue side, general admissions, exhibit earned income and member dues continued to beat budget projections, largely on the strength of *Picasso.* Stores were off $67k with the *Picasso* store generating a healthy $3.56 per visitor but not *Monet* results of $6.

Personnel expenses trailed budget by $126k. Other costs were down $404k due to expenses incurred slower than planned, the *Picasso* shared cost reimbursement adjustment mentioned above, and de Young planning costs being lower than the budget plan.

While the first half of the year has gone well, the success of the upcoming *Impressionists* and *V&A* shows will be essential to close the year in the black.

brept 1/05/99@10:09am

COFAM Operating Budget Report for the Month Ended 30 November 1998

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Budget-In-Brief	1
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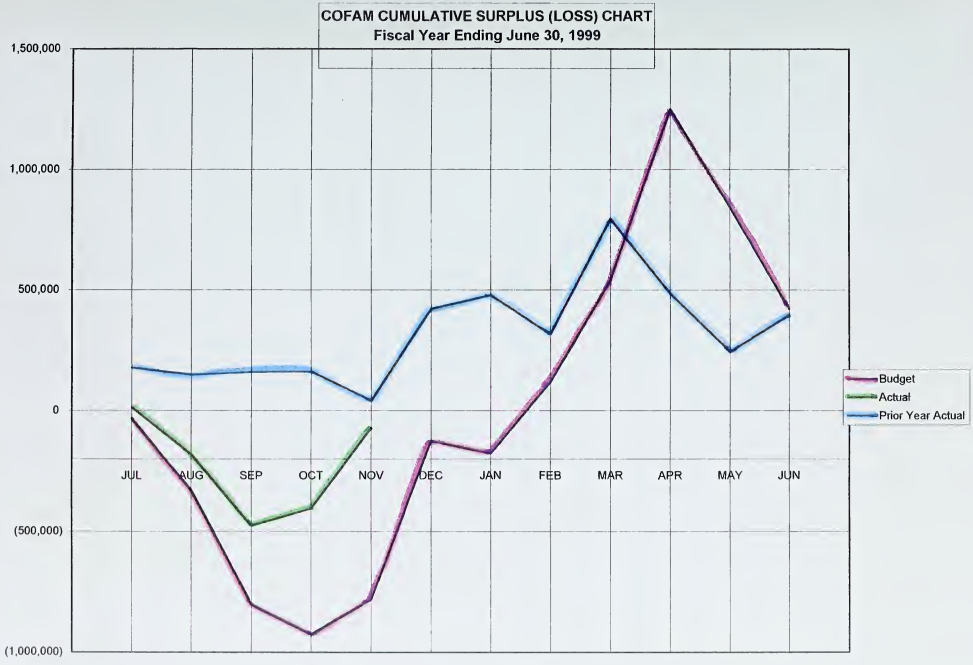
Balance Sheets	9


COFAM CUMULATIVE SURPLUS (LOSS) CHART
Fiscal Year Ending June 30, 1999
1,500,000
1,000,000
500,000
0
(500,000)
(1,000,000)
JUL
AUG
SEP
OCT
NOV
DEC
JAN
FEB
MAR
APR
MAY
JUN
Budget
Actual
Prior Year Actual

$ In thousands	(1) November Original Budget	(1) November Actual	(2) 5-Months Original Budget	(2) 5-Months Actual	(2) Variance to Y-T-D Budget	(3) Budget	(3) % Actual To Budget	(4) Actual Prior Year At 5 Months	
SUPPORT & REVENUE									
Support									
1) Annual Contributions	205	187	682	674	(7)	2,655	25.4%	692	See page 5
2) Bequests and Major Unrestricted Gifts	0	0	0	0	0	0	0.0%	237	
3) Foundation Endowment Support	106	106	531	531	0	1,275	41.7%	461	
4) Specified Funds									
--Curatorial/Conservation	33	58	178	205	27	414	49.6%	153	
--Publications	1	20	5	20	15	50	40.0%	39	
--Exhibitions	35	6	131	218	88	335	65.2%	125	
--Education Programs	8	10	56	77	20	284	27.0%	73	
--New deYoung Planning	44	14	204	100	(104)	542	18.5%	144	
--General	2	10	11	19	8	25	73.8%	33	
Subtotal Specified Funds	123	119	585	639	54	1,650	38.7%	567	
5) COFAM Investment Income	6	13	36	50	14	140	35.9%	39	
Subtotal Support	440	425	1,834	1,895	61	5,720	33.1%	1,995	

$ in thousands

	(1) November		(2) 5-Months			(3)		(4)	
	Original Budget	Actual	Original Budget	Actual	Variance to Y-T-D Budget	Budget	% Actual To Budget	Actual Prior Year At 5 Months	
Revenue									
6) Museum Store Sales	459	350	1,198	1,072	(126)	3,763	28.5%	1,000	See page 6
Less Discounts	(23)	(15)	(60)	(52)	9	(175)	29.6%	(44)	
Less Cost of Goods	(233)	(188)	(613)	(570)	43	(1,875)	30.4%	(538)	
Less Commissions and Royalties	(13)	(10)	(25)	(17)	8	(112)	15.6%	0	
Gross Profit	190	136	500	433	(67)	1,601	27.0%	418	
7) Facilities Rental Gross	84	57	279	285	6	644	44.2%	280	
8) Benefits Gross Income	0	0	80	37	(43)	313	11.8%	192	
9) General Admissions COFAM Net	170	222	646	734	88	1,490	49.3%	691	
10) Food & Beverage Concession Fees	15	26	66	79	14	153	51.8%	73	
11) Exhibition Program Earned Income	195	210	313	358	45	2,255	15.9%	259	See pages 7 and 8
14)FAM Membership Dues	257	212	1,083	1,146	63	2,850	40.2%	836	
15) Conservation Services	19	10	106	89	(17)	352	25.3%	96	
16) Miscellaneous									
--Development Trip Fees	0	0	1	7	6	213	3.4%	93	
--Publication Sales Net	15	25	66	68	2	114	59.6%	56	
--Other Fees	30	18	150	179	29	360	49.5%	170	
Subtotal Revenue	976	916	3,290	3,415	125	10,345	33.0%	3,165	
Total Support & Revenue	1,415	1,342	5,124	5,310	186	16,065	33.1%	5,159	

Museum Attendance

November 1998: 98,744 visitors, 42.5% paid, budgeted - 71,000 visitors, 44.5% paid.
Year to Date: 334,381 visitors, 44.6% paid, budgeted - 301,000, 44.5% paid

Membership

Year to date: 16,735 dues paid members averaging $55.98 per member
compared to budgeted goals of 15,080 dues paid members averaging $54.81 per member.
Current active paying members = 47,657

$ In thousands

	(1)		(2)			(3)		(4)
	November		5-Months					
	Original Budget	Actual	Original Budget	Actual	Variance to Y-T-D Budget	Budget	% Actual To Budget	Actual Prior Year At 5 Months
EXPENSES								
Personnel Expenses								
17) Curatorial								
Curatorial/Conservation/Education	183	164	958	918	(39)	2,369	38.8%	908
Project Funded Employees	50	61	251	224	(27)	572	39.2%	156
Exhibit Group	64	64	335	324	(11)	839	38.6%	298
Exhibit Program Temporary Labor	20	32	133	102	(32)	381	26.8%	65
18) Development								
Development - General	40	46	209	217	8	517	41.9%	210
Membership	44	41	216	191	(25)	539	35.4%	195
19) Administration								
Administration General	92	95	486	509	23	1,199	42.5%	381
Media Relations & Advertising	22	21	114	111	(2)	282	39.5%	105
New deYoung Planning	15	13	78	69	(9)	192	35.8%	71
Operations Group	26	25	139	130	(9)	339	38.3%	123
Stores	53	48	214	204	(10)	573	35.7%	208
Facilities Rental	31	36	110	116	6	265	43.9%	84
Subtotal Personnel	640	646	3,242	3,116	(126)	8,066	38.6%	2,804

$ in thousands

	(1)		(2)			(3)		(4)
	November		5-Months					
	Original Budget	Actual	Original Budget	Actual	Variance to Y-T-D Budget	Budget	% Actual To Budget	Actual Prior Year At 5 Months
Other Expenses								
20) Curatorial								
Curatorial/Conservation/Education	62	57	265	193	(72)	753	25.6%	178
Publications	1	21	5	21	16	50	42.2%	38
Exhibit Group	11	3	51	45	(6)	136	33.0%	52
Exhibit Program	186	(33)	754	635	(119)	2,616	24.3%	625
21) Development								
Development - General	60	46	195	191	(4)	696	27.5%	232
Benefits	0	0	45	8	(37)	138	5.7%	54
Membership	83	69	341	307	(35)	483	63.5%	168
Magazine / Guide	15	16	64	44	(20)	265	16.5%	52
22) Administration								
Administration General	69	87	347	378	31	858	44.1%	317
Media Relations & Advertising	55	33	199	110	(89)	472	23.4%	183
New deYoung Planning	29	3	126	41	(85)	350	11.8%	144
Operations Group	51	45	240	227	(13)	607	37.4%	223
Stores	6	14	29	55	26	134	41.2%	35
Facilities Rental	2	2	7	10	3	20	48.5%	13
Subtotal Other Expenses	631	363	2,669	2,265	(404)	7,578	29.9%	2,313
Total Expenses	1,272	1,008	5,911	5,381	(530)	15,644	34.4%	5,118
SUPPORT & REVENUE OVER EXPENSES	144	333	(786)	(71)	716	421	-16.8%	42
COFAM SUPPORT OF BOND MEASURE CAMPAIGN								
SUPPORT & REVENUE OVER EXPENSES	144	333	(786)	(71)	716	421		42
LESS PLANT FUND DEPRECIATION	(25)	(25)	(125)	(125)	0	(300)		(125)
	119	308	(911)	(196)	716	121		(83)

Appendix A - Annual Contributions Report -- Month Ending November 30, 1998 (41.7% Of The Budget Year)
$ in thousands

(1)	(2)			(3)				(4)	
Contribution Categories	November 1998 Actuals	Budget	Nov. 1997 Actuals	Year To Date Budget	Actuals	Variance to Y-T-D Budget	Prior Year Actuals	Current Year Annual Goals	Current Year % of Annual Goals Achieved
1) Associates ($5,000 and up)	72	100	95	345	305	(40)	354	1,500	20.3%
2) Patrons ($2,500 - $5,000)	5	8	8	33	33	0	32	100	32.7%
3) Friends ($1,000 - $2,500)	23	35	35	116	138	22	118	450	30.8%
4) National Council/Other	5	2	1	15	28	13	11	55	51.2%
5) Mail Drive	48	30	4	60	79	19	59	150	52.4%
6) Phone Campaign	0	0	0	0	0	0	10	150	0.0%
7) Business	7	5	0	72	38	(34)	62	150	25.6%
8) Foundations	28	25	30	41	53	12	45	100	53.2%
	187	205	173	682	674	(7)	692	2,655	25.4%

Appendix "B" -- Stores Report: 5 Months Ended November 30,1998
$ In thousands

	In House Merchandising				Outside Merchandising	
	(1) deYoung Store		(2) Legion Store		(3) Wholesale & Royalties	
	Budget	Actual	Budget	Actual	Budget	Actual
Sales	248	264	370	420	39	41
Discounts	(15)	(19)	(18)	(20)		
Cost of Goods	(126)	(143)	(192)	(222)	(24)	(19)
Commissions & Royalties	0	0	0	0	(3)	(1)
Gross Profit	107	103	159	178	12	20
Personnel Expenses	93	72	82	70	13	10
Other Expenses	16	41	5	6	2	0
Total Expenses	109	113	87	76	15	10
Gross Profit Over Expens	(3)	(10)	72	103	(2)	9
Variance to Year To Date		(8)		31		11

	Exhibition Merchandising					
	(4) Picasso Store		(5) Impressionist Store		(6) Grand Totals	
	Budget	Actual	Budget	Actual	Budget	Actual
Sales	541	347	0	0	1,198	1,072
Discounts	(27)	(13)	0	0	(60)	(52)
Cost of Goods	(270)	(186)	0	0	(613)	(570)
Commissions	(22)	(16)	0	0	(25)	(17)
Gross Profit	222	132	0	0	500	433
Personnel Expenses	26	52	0	0	214	204
Other Expenses	6	8	0	0	29	55
Total Expenses	32	61	0	0	243	260
Gross Profit Over Expens	190	72	0	0	257	173
Variance to Year To Date		(118)		0		(84)

Appendix "C" – Exhibition Program FY 1998-99

		v e n u e	(1) Runs		(2) Cost		(3) Gifts and Grants			(4) Income		(5) Nets	
					Original	Revised	Original	Revised		Original	Revised	Original	Revised
	In-House Exhibitions												
1	Achenbach 50th Anniversary (123)	L	18-Apr-98	05-Jul-98	1,800	1,800						(1,800)	(1,800)
2	Ancient Glass from the Holy Land (159)	D	02-May-98	16-Aug-98	27,005	27,005						(27,005)	(27,005)
3	Contemporary Screenprints: Anderson	L	09-May-98	23-Aug-98	-	-						0	0
4	Stanley Spencer (133)	L	06-Jun-98	06-Sep-98	33,390	33,390						(33,390)	(33,390)
5	John Steuart Curry (127)	D	13-Jun-98	30-Aug-98	30,832	30,832	30,632	30,632	Root			0	0
6	George Fitch Collection	D	13-Jun-98	06-Sep-96	3,300	3,300						(3,300)	(3,300)
7	Recent Costumes II	D	11-Jul-96	15-Nov-98	4,125	4,125						(4,125)	(4,125)
8	Wealth of the Thraciana (186)	L	08-Aug-96	11-Oct-98	206,625	206,825						(206,625)	(206,625)
9	Charles Jones	D	19-Sep-98	06-Dec-98	10,550	10,550						(10,550)	(10,550)
10	Feast for the Eye	D	26-Sep-98	13-Dec-98	89,182	89,182						(89,182)	(89,182)
11	Logan Book Room (4 rotations each year)	L	01-Oct-98	ongoing	15,000	15,000						(15,000)	(15,000)
12	Picasso and the War (105)	L	10-Oct-98	03-Jan-99	666,489	691,489	120,000	203,050	NEA-$100K	445,350	470,350	(101,139)	(18,089)
							NEH - $96K, McCutcheon - $5K			60 % paid	Admissions 300/hr $5		
13	Textile Rotation (114)	D	31-Oct-98	28-Feb-99	7,625	7,625				Groups - $25K	Audiotour $30,000 (15%)	(7,625)	(7,625)
14	Reinstall Legion (1-4) (5/6 in May)	L	01-Nov-96	15-Nov-98	29,353	29,353						(29,353)	(29,353)
15	Fred Wilson Intervention (167)	D	01-Dec-98	02-May-98	24,990	24,990		8,000	LEF			(24,990)	(16,990)
16	Day Without Art	D	01-Dec-98		2,920	2,920						(2,920)	(2,920)
17	Recent Costume Acquisitions III	D	05-Dec-98	27-Jun-99	5,925	5,925						(5,925)	(5,925)
18	Arnold Genthe	D	19-Dec-98	21-Mar-99	16,740	16,740	16,740	16,740	Root			0	0
19	Impressionists In Wintar (109)	YBG	30-Jan-99	03-May-99	916,800	916,800				1,607,516	1,607,518	690,716	690,718
										Admissions 350/hr 60% pc	Audiotour $50,000 (15%)		
20	A Grand Design: The Art of Victoria and Albert (161)	L	13-Feb-99	09-May-99	554,026	554,026		50,000	VISA	159,300	159,300	(394,726)	(344,726)
										Admissions 200/hr / $2 50	Audiotour $15,000 (15%)		
											60% paid		
21	Anderson: Claes Oldenburg	L	06-Feb-99	25-Apr-99	15,050	15,050		11,000	Root			(15,050)	(4,050)

Continued...

Appendix — Exhibition Program FY 1998-99

		venue	(1) Runs		(2) Cost		(3) Gifts and Grants			(4) Income		(5) Nets	
					Original	Revised	Original	Ravisad		Original	Revised	Original	Revised
	In-House Exhibitions												
22	Bouqueta to Art	L	01-Mar-98	01-Mar-98	-	-						0	0
23	Textile Rotation	D	27-Mar-99	31-Oct-99	7,625	7,625						(7,625)	(7,625)
24	Achanbach (36/37 TBA)	D	10-Apr-99	04-Jul-99	10,600	10,600						(10,600)	(10,600)
25	AOA rotation	D	15-Apr-99	ongoing	3,000	3,000						(3,000)	(3,000)
26	American Hall Cases	D	01-Apr-98	ongoing	6,550	6,550						(6,550)	(6,550)
27	A la Pintura: Motherwell (Anderson gallery 5)	L	01-May-99	25-Jul-99	15,050	15,050		15,000	Root			(15,050)	(50)
28	Youth Arts Festival	D	05-May-99	09-May-99	-	-						0	0
29	Francis Bacon	L	13-Jun-99	02-Aug-99	205,541	225,541						(205,541)	(225,541)
30	Saxe Collection	D	26-Jun-99	17-Oct-99	67,305	67,305	67,305	67,305	Root			0	0
31	Grants and Gifts To Be Raised						100,000	100,000				100,000	100,000
			Subtotal In-House Exhibits		2,977,598	3,022,598	334,677		-	2,212,168	2,237,168	(430,553)	(331,703)
	FAM Travelling Exhibitions												
32	Crown Point Press (142)		01-Jul-98		2,500	2,500				6,300	8,300	5,800	5,800
34	If the Shoe Fits		01-Dec-98									0	0
35	Ancient Glass from the Holy Land		01-Nov-98		16,663	16,663				35,000	35,000	18,337	18,337
	Subtotal Traveling Tours				19,163	19,163	0	0		43,300	43,300	24,137	24,137
	Total In House and Traveling Exhibitions				2,996,761	3,041,761	334,677	0		2,255,468	2,280,468	(406,416)	(307,566)

ASSETS		LIABILITIES & FUND BALANCES	
Cash	758	Accounts Payable	488
Cash Equivalents	2,200	Other Accrued Liabilities	3,419
Accounts Receivable	3,690	Deferred Income - Restricted	2,187
Prepaid Expenses	363	Deferred Income - Unrestricted	3,332
Note Receivable	100	Fund Balances	
Inventory - Store	1,109	Unrestricted Fund	2,856
Inventory - Publications	522	Plant Fund	(2,174)
Investment in Bonds	750	Revenues over Expenses	(243)
Furniture & Equipment (Net)	373	(Note 2)	
	9,865		9,865

COFAM Reserve At 11/30/98	1,304

Note 1 -- Reserve Formula		Note 2 -- Revenues over Expenses	
Cash & Cash Equivalents	2,958	Operating Revenue over Expenses	(71)
Bonds	750	Less Plant Fund	(210)
Accounts Receivable	3,690	Plus Restricted Funds	38
Less Accounts Payable	(488)	Less Airport Fund	0
Less Other Accrued Liabilities	(3,419)		
Less Deferred Income - Restricted	(2,187)	Surplus / (Deficit)	(243)
	1,304		

COFAM Balance Sheet At October 31,1998

ASSETS		LIABILITIES & FUND BALANCES	
Cash	515	Accounts Payable	950
Cash Equivalents	2,883	Other Accrued Liabilities	3,425
Accounts Receivable	3,427	Deferred Income - Restricted	2,223
Prepaid Expenses	362	Deferred Income - Unrestricted	3,434
Note Receivable	100	Fund Balances	
Inventory - Store	1,159	Unrestricted Fund	2,856
Inventory - Publications	469	Plant Fund	(2,174)
Investment in Bonds	839	Revenues over Expenses	(562)
Furniture & Equipment (Net)	398	(Note 2)	
	10,152		10,152

COFAM Reserve At 10/31/98 1,066

Note 1 -- Reserve Formula

Cash & Cash Equivalents	3,398
Bonds	839
Accounts Receivable	3,427
Less Accounts Payable	(950)
Less Other Accrued Liabilities	(3,425)
Less Deferred Income - Restricted	(2,223)
	1,066

Note 2 -- Revenues over Expenses

Operating Revenue over Expenses	(404)
Less Plant Fund	(177)
Plus Restricted Funds	19
Less Airport Fund	0
Surplus / (Deficit)	(562)

CORPORATION OF THE FINE ARTS MUSEUMS

BOARD OF TRUSTEES

January 14, 1999

The Minutes of this meeting are missing.

San Francisco Public Library
Government Information Center

COFAM February 1999 Operating Budget Report & Rolling Forecast

	Page
Cumulative Surplus (Loss) Chart	1
Budget-In-Brief	2
Annual Contributions	7
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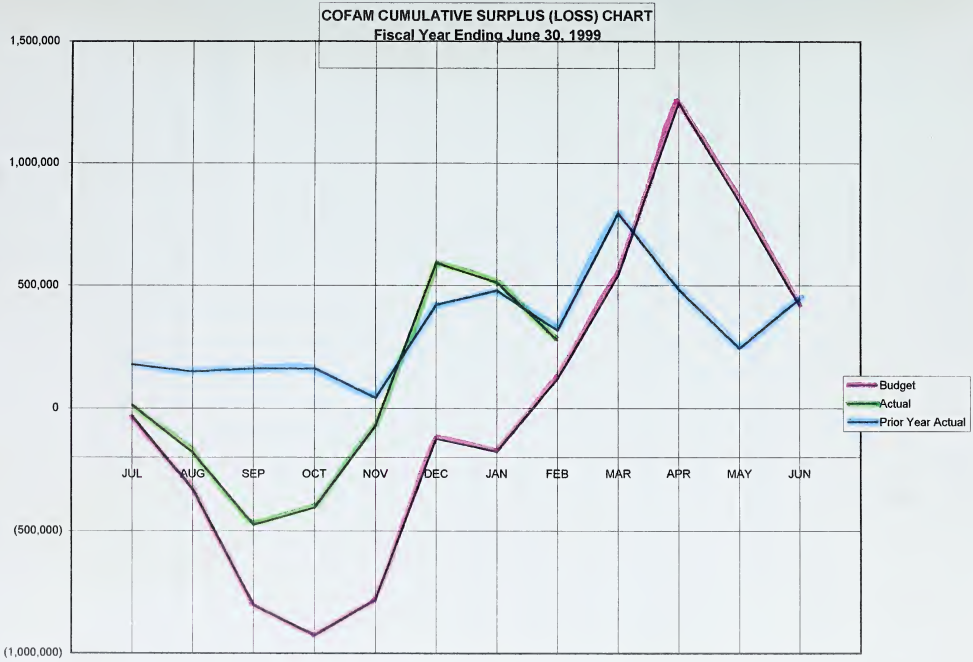
Exhibition Program	9
Balance Sheet	11

Exhibit B


COFAM CUMULATIVE SURPLUS (LOSS) CHART
Fiscal Year Ending June 30, 1999
1,500,000
1,000,000
500,000
0
(500,000)
(1,000,000)
JUL
AUG
SEP
OCT
NOV
DEC
JAN
FEB
MAR
APR
MAY
JUN
Budget
Actual
Prior Year Actual

COFAM Operating Budget-In-Brief
Month Ended 28 February 1999

Overview

Cumulative eight month operating results were $276k – some $157k better than budget, owing to *Picasso*-driven net gains during the first half of the fiscal year. At 2/28/99, the reserve stood at $2,043 just over the $2 million level required by board policy.

This budget report includes a rolling forecast, which takes into account that the *Impressionists* show downtown is attracting about 65% of budgeted visitors, lowering visitor projections to 144,000 from 223,000. The effect on the bottom line is to move from a comfortable original budget surplus to a rolling forecast that does just better than breakeven, after other expense cuts and assuming all revised revenue and expense targets are hit. The Budget Committee reviewed this situation in mid-March, and management is taking every step possible to keep the budget in the black, including a hiring freeze.

Highlights

Total resources were off $370k from the original budget. Support ran $127k ahead of budget, but revenues lagged by $497k. February revenue

numbers show a fall-off in store business and special exhibit fees, primarily because of the *Impressionists* exhibit and secondarily because of lower than budget *V & A* attendance at the Legion.

On an eight month cumulative basis, the stores continue to under perform since *Picasso*; the lack of a spring gala brings down the benefits income line; and development trip fees are off only because the next big Associates trip will occur in June instead of this spring, as originally thought.

Personnel expenses continued to trail budget – by $150k at the end of February. Other costs were down $527k due to expenses incurred slower than planned, especially curatorial division costs, advertising, and new de Young planning expenses. Most other expense costs will catch up to the rolling forecast targets by the end of June.

COFAM FY 1998-99 Operating Budget At February 28,1999 (8 Months - 66.7% Of The Budget Year)

$ in thousands	(1) February Original Budget	(1) February Actual	(2) 8-Months Original Budget	(2) 8-Months Actual	(2) 8-Months Variance to Y-T-D Budget	(3) Original Budget	(3) Rolling Forecast 3/10/99	(3) Variance to Original Budget	(3) % Actual To Rolling Forecast	
SUPPORT & REVENUE										
Support										
1) Annual Contributions	125	156	1,606	1,695	89	2,655	2,655	0	63.9%	See page 7.
2) Bequests and Major Unrestricted Gifts	0	0	0	2	2	0	0	0	0.0%	
3) Foundation Endowment Support	106	106	850	850	0	1,275	1,275	0	66.7%	
4) Specified Funds										
--Curatorial/Conservation	33	72	280	340	60	414	502	88	67.7%	
--Publications	23	0	30	20	(10)	50	70	20	28.6%	
--Exhibitions	22	78	223	329	106	335	463	128	71.1%	
--Education Programs	8	9	134	152	17	284	448	164	33.8%	
--New deYoung Planning	64	27	336	152	(183)	542	723	181	21.1%	
--General	2	0	17	61	44	25	70	45	87.6%	
Subtotal Specified Funds	152	186	1,020	1,054	35	1,650	2,276	626	46.3%	
5) COFAM Investment Income	11	8	77	78	1	140	140	0	56.0%	
Subtotal Support	394	457	3,553	3,680	127	5,720	6,346	626	58.0%	

COFAM FY 1998-99 Operating Budget At February 28,1999 (8 Months - 66.7% Of The Budget Year)

$ in thousands

	(1) February		(2) 8-Months			(3)				
	Original Budget	Actual	Original Budget	Actual	Variance to Y-T-D Budget	Original Budget	Rolling Forecast 3/10/99	Variance to Original Budget	% Actual To Rolling Forecast	
Revenue										
6) Museum Store Sales	514	388	2,361	1,995	(366)	3,763	2,965	(798)	67.3%	See page 8.
Less Discounts	(22)	(16)	(114)	(103)	11	(175)	(130)	45	79.3%	
Less Cost of Goods	(247)	(193)	(1,190)	(1,037)	152	(1,875)	(1,503)	372	69.0%	
Less Commissions and Royalties	(21)	(13)	(63)	(40)	23	(112)	(76)	36	52.4%	
Gross Profit	224	166	994	815	(180)	1,601	1,256	(345)	64.9%	
7) Facilities Rental Gross	50	42	464	431	(33)	644	644	0	67.0%	
8) Benefits Gross Income	53	7	313	43	(270)	313	69	(244)	62.8%	
9) General Admissions COFAM Net	102	80	1,021	1,153	133	1,490	1,597	114	72.2%	
10) Food & Beverage Concession Fees	11	7	104	116	13	153	153	0	76.0%	
11) Exhibition Program Earned Income	538	343	1,047	973	(74)	2,255	1,857	(398)	52.4%	See pages 9 and 10.
14)FAM Membership Dues	285	251	1,938	1,975	37	2,850	2,850	0	69.3%	
15) Conservation Services	29	39	184	152	(32)	352	352	0	43.3%	
16) Miscellaneous										
--Development Trip Fees	88	17	213	58	(154)	213	213	0	27.5%	
--Publication Sales Net	5	23	93	125	32	114	140	26	89.2%	
--Other Fees	30	44	240	271	31	360	452	92	59.9%	
Subtotal Revenue	1,415	1,018	6,610	6,113	(497)	10,345	9,582	(756)	63.8%	
Total Support & Revenue	1,809	1,475	10,163	9,793	(370)	16,065	15,928	(130)	61.5%	

Museum Attendance:

February 1999: 49,048 visitors, 37.1% paid, budgeted - 50,000 visitors, 44.5% paid.
Year to Date: 543,199 visitors, 43.5% paid, budgeted - 469,000, 44.5% paid

Membership:

Year to date: 34,856 dues paid members averaging $57.07 per member
compared to budgeted goals of 35,359 dues paid members averaging $54.61 per member.
Current active paying members = 52,356

COFAM FY 1998-99 Operating Budget At February 28,1999 (8 Months - 66.7% Of The Budget Year)

$ In thousands

	(1)		(2)			(3)			
	February		8-Months						
	Original Budget	Actual	Original Budget	Actual	Variance to Y-T-D Budget	Original Budget	Rolling Forecast 3/10/99	Variance to Original Budget	% Actual To Rolling Forecast
EXPENSES									
Personnel Expenses									
17) Curatorial									
Curatorial/Conservation/Education	185	187	1,503	1,468	(35)	2,369	2,357	(12)	62.3%
Project Funded Employees	44	50	385	355	(30)	572	577	5	61.5%
Exhibit Group	65	73	528	544	16	839	848	9	64.2%
Exhibit Program Temporary Labor	41	42	260	201	(59)	381	409	28	49.3%
18) Development									
Development - General	40	45	328	339	11	517	501	(16)	67.5%
Membership	47	34	344	304	(40)	539	503	(36)	60.3%
19) Administration									
Administration General	93	102	763	793	31	1,199	1,276	77	62.2%
Media Relations & Advertising	22	22	179	179	0	282	280	(2)	63.8%
New deYoung Planning	15	14	122	109	(13)	192	192	0	56.9%
Operations Group	26	25	217	205	(12)	339	337	(2)	60.9%
Stores	63	45	357	340	(17)	573	526	(47)	64.6%
Facilities Rental	25	37	186	183	(3)	265	244	(21)	75.1%
Subtotal Personnel	665	675	5,171	5,020	(150)	8,066	8,049	(17)	62.4%

COFAM FY 1998-99 Operating Budget At February 28,1999 (8 Months - 66.7% Of The Budget Year)

$ In thousands	(1)		(2)			(3)			
	February		8-Months						
	Original Budget	Actual	Original Budget	Actual	Variance to Y-T-D Budget	Original Budget	Rolling Forecast 3/10/99	Variance to Original Budget	% Actual To Rolling Forecast
Other Expenses									
20) Curatorial									
Curatorial/Conservation/Education	77	48	467	309	(158)	753	772	19	40.0%
Publications	23	0	30	2	(28)	50	50	0	3.0%
Exhibit Group	11	7	85	63	(22)	136	127	(9)	49.7%
Exhibit Program	312	626	1,685	1,708	43	2,616	2,601	(15)	65.7%
21) Development									
Development - General	105	70	377	409	32	696	708	12	57.8%
Benefits	30	0	85	8	(77)	138	11	(127)	73.0%
Membership	29	35	425	425	(0)	483	477	(6)	89.0%
Magazine / Guide	20	25	167	106	(61)	265	239	(26)	44.5%
22) Administration									
Administration General	69	100	554	689	134	858	975	117	70.7%
Media Relations & Advertising	45	12	310	207	(103)	472	436	(36)	47.5%
New deYoung Planning	49	13	214	43	(171)	350	531	181	8.2%
Operations Group	51	52	392	378	(14)	607	574	(33)	65.9%
Stores	25	28	89	112	24	134	134	0	83.9%
Facilities Rental	2	21	12	37	25	20	73	53	50.5%
Subtotal Other Expenses	848	1,037	4,873	4,496	(377)	7,578	7,708	130	58.3%
Total Expenses	1,513	1,712	10,043	9,517	(527)	15,644	15,757	113	60.4%
SUPPORT & REVENUE OVER EXPENSES	296	(237)	119	276	157	421	171	(243)	161.3%
COFAM SUPPORT OF BOND MEASURE CAMPAIGN									
SUPPORT & REVENUE OVER EXPENSES	296	(237)	119	276	157	421	171	(250)	
LESS PLANT FUND DEPRECIATION	(25)	(25)	(200)	(200)	0	(300)	(390)	(90)	
	271	(262)	(81)	76	157	121	(219)	(340)	

Appendix A - Annual Contributions Report -- Month Ending February, 1999 (66.6% Of The Budget Year)
$ in thousands

(1)	(2)			(3)				(4)	
Contribution Categories	February 1999 Actuals	Budget	Feb. 1998 Actuals	Year To Date Budget	Actuals	Variance to Y-T-D Budget	Prior Year Actuals	Current Year Annual Goals	Current Year % of Annual Goals Achieved
1) Associates ($5,000 and up)	46	50	154	900	898	(2)	869	1,500	59.9%
2) Patrons ($2,500 - $5,000)	10	3	13	75	97	22	70	100	97.2%
3) Friends ($1,000 - $2,500)	56	40	36	266	322	56	225	450	71.6%
4) National Council/Other	3	2	2	37	43	6	33	55	77.6%
5) Mail Drive	(12)	0	5	110	120	10	134	150	80.0%
6) Phone Campaign	38	0	0	0	69	69	10	150	46.2%
7) Business	9	5	5	132	69	(63)	103	150	46.1%
8) Foundations	7	25	28	86	77	(9)	60	100	76.5%
	157	125	243	1,606	1,695	89	1,505	2,655	63.9%

Appendix "B" -- Stores Report: 8 Months Ended February 28,1999
$ in thousands

	In House Merchandising				Outside Merchandising	
	(1) deYoung Store		(2) Legion Store		(3) Wholesale & Royalties	
	Budget	Actual	Budget	Actual	Budget	Actual
Sales	372	444	596	623	66	64
Discounts	(22)	(37)	(30)	(36)		
Cost of Goods	(190)	(235)	(310)	(330)	(39)	(32)
Commissions & Royalties	0	0	0	0	(6)	(2)
Gross Profit	160	172	256	256	21	31
Personnel Expenses	144	92	127	125	20	18
Other Expenses	27	63	9	8	3	0
Total Expenses	171	156	136	134	23	18
Gross Profit Over Expenses	(11)	16	121	123	(2)	13
Variance to Year To Date		27		2		16

	Exhibition Merchandising					
	(4) Picasso Store		(5) Impressionist Store		(6) Grand Totals	
	Budget	Actual	Budget	Actual	Budget	Actual
Sales	896	577	433	288	2,361	1,995
Discounts	(45)	(20)	(17)	(11)	(114)	(103)
Cost of Goods	(448)	(300)	(203)	(140)	(1,190)	(1,037)
Commissions	(36)	(25)	(22)	(14)	(63)	(40)
Gross Profit	367	232	190	123	994	815
Personnel Expenses	45	88	22	17	357	340
Other Expenses	7	16	43	24	89	112
Total Expenses	52	105	65	41	446	452
Gross Profit Over Expenses	315	127	126	83	548	363
Variance to Year To Date		(188)		(43)		(186)

		V e n u e	(1) Runs		(2) Cost		(3) Gifts and Grants			(4) Income		(5) Nets	
					Original	Revised	Original	Revised		Original	Revised	Original	Revised
	In-House Exhibitions												
1	Achenbach 50th Anniversary (123)	L	18-Apr-98	05-Jul-98	1,800	1,800						(1,800)	(1,800)
2	Ancient Glass from the Holy Land (159)	D	02-May-98	16-Aug-98	27,005	27,005						(27,005)	(27,005)
3	Contemporary Screenprints: Anderson	L	09-May-98	23-Aug-98	-	-						0	0
4	Stanley Spencer (133)	L	06-Jun-98	06-Sep-98	33,390	33,390						(33,390)	(33,390)
5	John Steuart Curry (127)	D	13-Jun-98	30-Aug-98	30,832	30,832	30,832	30,832	Root			0	0
6	George Fitch Collection	D	13-Jun-98	06-Sep-98	3,300	3,300						(3,300)	(3,300)
7	Recent Costumes II	D	11-Jul-98	15-Nov-98	4,125	4,125						(4,125)	(4,125)
8	Wealth of the Thraciana (186)	L	08-Aug-98	11-Oct-98	208,825	186,800						(208,825)	(186,800)
9	Charles Jones	D	19-Sep-98	06-Dec-98	10,550	10,550						(10,550)	(10,550)
10	Feast for the Eye	D	26-Sep-98	13-Dec-98	89,182	89,182						(89,182)	(89,182)
11	Logan Book Room (4 rotations each year)	L	01-Oct-98	ongoing	15,000	15,000						(15,000)	(15,000)
12	Picasso and the War (105)	L	10-Oct-98	03-Jan-99	688,489	691,489	120,000	203,050	NEA-$100K	445,350	591,500	(101,139)	103,061
							NEH - $98K, McCutcheon - $5K			300/hr = 138K Visitor	331/hr = 163k visitors		
13	Textile Rotation (114)	D	31-Oct-98	28-Feb-99	7,825	7,825				60% paid @ $5	60.5% paid @ $5	(7,825)	(7,825)
14	Reinstall Legion (1-4) (5/8 in May)	L	01-Nov-98	15-Nov-98	29,353	29,353						(29,353)	(29,353)
15	Fred Wilson Intervention (167)	D	01-Dec-98	02-May-98	24,990	24,990		8,000	LEF			(24,990)	(16,990)
16	Day Without Art	D	01-Dec-98		2,920	2,920						(2,920)	(2,920)
17	Recent Costume Acquisitions III	D	05-Dec-98	27-Jun-99	5,925	5,925						(5,925)	(5,925)
18	Arnold Genthe	D	19-Dec-98	21-Mar-99	16,740	16,740	16,740	16,740	Root			0	0
19	Impressionists In Winter (109)	YBG	30-Jan-99	03-May-99	916,800	920,800				1,607,518	1,093,000	890,718	172,200
										350/hr = 223K Visitor	225/hr = 144K Visitors		
										60% paid @ $12 Adults	60% paid @ $12 Adults		
20	A Grand Design: The Art of Victoria and Albert (181)	L	13-Feb-99	09-May-99	554,026	558,026		75,000	VISA	159,300	84,150	(394,726)	(398,876)
										200/hr = 96K Visitors	100/hr = 48K Visitors		
										60% paid @ $2.50	60% paid @ $2.50		
21	Anderson: Claes Oldenburg	L	06-Feb-99	25-Apr-99	15,050	15,050		11,000	Root			(15,050)	(4,050)
								1,000	Anderson				

Continued

		Venue	(1) Runs		(2) Cost		(3) Gifts and Grants			(4) Income		(5) Nets	
					Original	Revised	Original	Revised		Original	Revised	Original	Revised
	In-House Exhibitions												
22	Bouquets to Art	L	01-Mar-98	01-Mar-98	-	-						0	0
23	Textile Rotation	D	27-Mar-99	31-Oct-99	7,625	7,625						(7,625)	(7,625)
24	Achenbach (38/37 TBA)	D	10-Apr-99	04-Jul-99	10,600	10,600						(10,600)	(10,600)
25	AOA rotation	D	15-Apr-99	ongoing	3,000	3,000						(3,000)	(3,000)
26	American Hall Cases	D	01-Apr-98	ongoing	6,550	6,550						(6,550)	(6,550)
27	A la Pintura: Motherwell (Anderson gallery 5)	L	01-May-99	25-Jul-99	15,050	15,050		15,000	Root			(15,050)	(50)
28	Youth Arts Festival	D	05-May-99	09-May-99	-	-						0	0
29	Francis Bacon (108)	L	13-Jun-99	02-Aug-99	205,541	225,541		35,000	Art Point			(205,541)	(190,541)
30	Saxe Collection	D	26-Jun-99	17-Oct-99	67,305	67,305	67,305	67,305	Root			0	0
31	Grants and Gifts To Be Raised						100,000	0				100,000	0
			Subtotal In-House Exhibits		2,977,598	2,990,573	334,877	462,927	-	2,212,168	1,788,850	(430,553)	(758,196)
	FAM Travelling Exhibitions												
32	Crown Point Press (142)		01-Jul-98		2,500	2,500				8,300	8,300	5,800	5,800
34	If the Shoe Fits		01-Dec-98									0	0
35	Ancient Glass from the Holy Land		01-Nov-98		16,663	16,663				35,000	35,000	18,337	18,337
36	Masters of Light - Utracht										31,000	0	31,000
37	Larco - Peru										14,000	0	14,000
	Subtotal Traveling Tours				19,163	19,163	0	0		43,300	88,300	24,137	69,137
	Total In House and Traveling Exhibitions				2,996,761	3,009,736	334,877	462,927		2,255,468	1,856,950	(406,416)	(689,059)

COFAM Balance Sheet At February 28, 1999

ASSETS		LIABILITIES & FUND BALANCES	
Cash	1,076	Accounts Payable	704
Cash Equivalents	4,126	Other Accrued Liabilities	3,400
Accounts Receivable	3,295	Deferred Income - Restricted	3,050
Prepaid Expenses	203	Deferred Income - Unrestricted	3,400
Note Receivable	100	Fund Balances	
Inventory - Store	1,148	Unrestricted Fund	2,861
Inventory - Publications	514	Plant Fund	(2,174)
Investment in Bonds	700	Revenues over Expenses	219
Furniture & Equipment (Net)	298	(Note 2)	
	11,460		11,460

COFAM Reserve At 2/28/99	2,043

Note 1 -- Reserve Formula

Cash & Cash Equivalents	5,202
Bonds	700
Accounts Receivable	3,295
Less Accounts Payable	(704)
Less Other Accrued Liabilities	(3,400)
Less Deferred Income - Restricted	(3,050)
	2,043

Note 2 -- Revenues over Expenses

Operating Revenue over Expenses	275
Less Plant Fund	(304)
Plus Restricted Funds	248
Less Airport Fund	0
Surplus / (Deficit)	219

COFAM Balance Sheet At January 31, 1999

ASSETS		LIABILITIES & FUND BALANCES	
Cash	1,110	Accounts Payable	435
Cash Equivalents	3,831	Other Accrued Liabilities	3,374
Accounts Receivable	3,330	Deferred Income - Restricted	3,010
Prepaid Expenses	380	Deferred Income - Unrestricted	3,496
Note Receivable	100	Fund Balances	
Inventory - Store	1,097	Unrestricted Fund	2,861
Inventory - Publications	547	Plant Fund	(2,174)
Investment in Bonds	700	Revenues over Expenses	416
Furniture & Equipment (Net)	323	(Note 2)	
	11,418		11,418

COFAM Reserve At 1/31/99	2,152

Note 1 -- Reserve Formula

Cash & Cash Equivalents	4,941
Bonds	700
Accounts Receivable	3,330
Less Accounts Payable	(435)
Less Other Accrued Liabilities	(3,374)
Less Deferred Income - Restricted	(3,010)
	2,152

Note 2 -- Revenues over Expenses

Operating Revenue over Expenses	513
Less Plant Fund	(271)
Plus Restricted Funds	174
Less Airport Fund	0
Surplus / (Deficit)	416

FINE ARTS MUSEUMS of SAN FRANCISCO

Board of Trustees
California Palace of the Legion of Honor
M.H. de Young Memorial Museum

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4/8/99

OFFICIAL MEETING NOTICE

Corporation of The Fine Arts Museums
Board of Trustees

Annual Meeting
Thursday, April 8, 1999
3:30 p.m.[1]
Gallery 23
M. H. de Young Memorial Museum
Golden Gate Park
San Francisco, California

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AGENDA

I. Calling of the Meeting to Order - Mrs. Alfred S. Wilsey

II. Calling of the Roll

Trustees:

Del M. Anderson
Mrs. David P. Bancroft
Alvin H. Baum, Jr.
Alix Phillips Becker
George McNear Bowles
Mrs. Philip E. Bowles III
T. Robert Burke
Mrs. Barbara B. Carleton
Charles Crocker
Belva Davis
Mrs. Ray Dolby, Vice President/Annual Support
N. John Douglas
Richard P. Essey
Richard H. Finn, Vice President/Finance

[1] Or such earlier time as the Fine Arts Museums of San Francisco Board of Trustees meeting ends, but in no event before 3:30 p.m.

II. Calling of the Role (continued)

Morgan Flagg
Mrs. Lynn C. Fritz
Ms. Frankie Jacobs Gillette, Vice President/Civic Affairs
Richard N. Goldman
Mrs. Richard Goodyear
Richard W. Goss II
Mrs. Nancy Hamon
George Hecksher
Beverly James
J. Burgess Jamieson
Ann L. Johnson, M.D.
Stephen L. Johnson
Leonard E. Kingsley
Diane B. Lloyd-Butler, Vice President/Audience Development
Mrs. Peter McBean
Nion McEvoy
J. Alec Merriam, Vice President/Collections
Lorna F. Meyer
Michael W. Michelson
Robert A. Mills
Josie Mooney
Robert P. Morrow III
Walter S. Newman
Steven MacGregor Read, Vice President/Facilities
George R. Roberts
Mrs. Thomas P. Rohlen
Waldemar Rojas
George B. Saxe
Gail P. Seneca
William A. Stimson
Dolores G. Terrazas
Burl A. Toler, Sr.
Vivian Fei Tsen
Sidney R. Unobskey
Carlos Pedro Villa
Marshall I. Wais, Sr.
Mrs. Harry H. Wetzel
Mrs. Charles F. Willis
Mrs. Alfred S. Wilsey, President
Alfred S. Wilsey

II. Calling of the Role (continued)

Absences to be Excused

Non-Voting Officers:

Harry S. Parker III, Chief Executive Officer
Steve Dykes, Treasurer
Judy Gough, Executive Secretary

III. Report of the President - Mrs. Alfred S. Wilsey

A. Consideration and Possible Action to Approve the Minutes of the February 11, 1999 Meeting of the Executive Committee of the Board of Trustees (See Appendix A) filed under Minutes

B. Report on Campaign 2000, Phase II, To Build a New de Young Museum

C. Report on the Conceptual Planning for a New de Young Museum

1. Appointment of Ad Hoc Committee for Conceptual Planning

2. Appointment of Ad Hoc Committee for Fund-raising Campaign

D. Other Informational Items

IV. Report of the Chief Executive Officer - Harry S. Parker III

A. Report on COFAM Operating Budget as of February 28, 1999 (See Appendix B)

B. Consideration and Possible Action to Adopt a Resolution to Offer a COFAM Early Retirement Plan (To be Distributed)

C. Consideration and Possible Action to Adopt a Resolution Authorizing the Transfer of Stock

RESOLVED, That the Board of Trustees of the Corporation of The Fine Arts Museums (COFAM) does hereby authorize that any two of the following individuals are fully authorized and empowered to sell, assign, transfer, and deliver any and all shares of stock, bonds, debentures, notes, evidences of indebtedness, or other securities now or hereafter standing in the name of or owned by this Corporation and to make, execute, and deliver any and all written instruments necessary or proper to effectuate the

C. Consideration and Possible Action to Adopt a Resolution Authorizing the Transfer of Stock (continued)

authority hereby conferred, including execution of all written instructions necessary for our nominee, Wells Fargo Bank, to implement the transaction.

Authorized Individuals:
Harry S. Parker III
Stephen E. Dykes, Treasurer
Barbara Boucke, Deputy Director for Development
Robert M. Cullison, Controller

D. Consideration and Possible Action to Adopt a Resolution to Sell the Property Bequeathed to the Fine Arts Museums of San Francisco by John William Coy

WHEREAS, John William Coy had named the M. H. de Young Memorial Museum and the California Palace of the Legion of Honor as beneficiaries to receive two-sixths of the proceeds from the sale of property located at 115 Buena Vista Avenue, Corte Madera, California; now, therefore, be it

RESOLVED, That the Board of Trustees of the Fine Arts Museums of San Francisco does hereby approve the sale of the property located at 115 Buena Vista Avenue, Corte Madera, California, at a price of $430,000; and, be it

FURTHER RESOLVED, That Harry S. Parker III, Director of Museums and Chief Executive Officer of the Corporation of The Fine Arts Museums, or such other officer as he may designate, is hereby authorized and directed to execute whatever documents are required to complete the transaction.

E. Other Informational Items

V. Report of the Nominating Committee - Frank Montgomery Woods, Chair

A. Consideration and Possible Action to Elect Officers (One Year Term)[2]

Mrs. Alfred S. Wilsey, President
Mrs. Ray Dolby, Vice President of Annual Support
Richard H. Finn, Vice President of Finance
Ms. Frankie Jacobs Gillette, Vice President of Civic Affairs
Diane B. Lloyd-Butler, Vice President of Audience Development
J. Alec Merriam, Vice President of Collections
Steven MacGregor Read, Vice President of Facilities
Harry S. Parker III, Chief Executive Officer
Stephen E. Dykes, Treasurer
Judy Gough, Secretary

B. Consideration and Possible Action to Elect COFAM Executive Committee (One Year Term)[3]

Charles Crocker
Robert A. Mills

C. Consideration and Possible Action to Fix the Number of Trustees Positions

WHEREAS, On June 14, 1990, the Corporation of The Fine Arts Museums By-Laws were amended to provide for a variable number of Trustees; and

WHEREAS, The amendment stated that the authorized number of Trustees shall not be less than thirty-eight and not more than seventy-five, the exact authorized number to be set by the Board from time to time; now, therefore, be it

RESOLVED, That the Board of Trustees of the Corporation of The Fine Arts Museums does hereby set the number of Trustees at fifty-four until such number is changed by this Board.

[2] The term for the office of President is three years; at the annual meeting on April 9, 1998, Mrs. Wilsey was elected to an initial term of three years.

[3] The seven officers and six members of the Executive Committee of the Board of Trustees of the Fine Arts Museums of San Francisco also serve on the Executive Committee of the Board of Trustees of the Corporation of The Fine Arts Museums.

VI. Report of the Annual Support Committee - Mrs. Ray Dolby, Chair and Vice President

VII. Report of the Fine Arts Museums Foundation - Charles Crocker, President

VIII. Approval of Revisions to the Operating Guidelines of the Artist Book Council (See Appendix C)

IX. Reports of Supporting Organizations (Written Reports to be Distributed at Meeting)

A. Achenbach Graphic Arts Council - Marilyn Dougery, Chair

B. American Art Study Center Advisory Council - Nancy Boas, Chair*

C. Ancient Hellenic Arts Council - Michael Zagaris, Acting President

D. Artist Book Council -Emily Marcus, Chair*

E. ArtPoint - Jeanne Torre, Chair*

F. The Docent Council - Mary Pat Cress, Chair*

G. European Decorative Arts Council - Adolphus Andrews, Jr. and Mrs. Robert A. Magowan, Co-Chairs

H. Fine Arts Museums Auxiliary - Mrs. James E. Forster, Chair

1. Bouquets to Art - Pat Hanson-Thomson , Mrs. Richard Lonergan, and Mrs. Robert Rorick, Co-Chairs*

I. Belvedere-Tiburon Auxiliary - Mrs. W. Timothy Ryan, Chair

J. East Bay Auxiliary - Mrs. Spencer Brush, Chair

K. Hillsborough Auxiliary - Mrs. Bruce Mathews, Chair

L. Ross Auxiliary - Mrs. Richard Riede, Chair*

M. Flower Committee - Mrs. John Adams, Chair

*Will present verbal report.

IX. Reports of Supporting Organizations (Written Reports to be Distributed at Meeting - continued)

N. National Council - Mrs. Harry H. Wetzel* and Samuel D. Williams, Co-Chairs

O. San Francisco Ceramic Circle - Colin Knight, President

P. Textile Arts Council - Peggy Gordon, Chair*

Q. Twentieth Century Art Council - Lindsay Joost and Michael Wilsey, Co-chairs

R. Volunteer Council - Denise Joseph, Chair, Steering Committee*

X. Adjournment - Mrs. Alfred S. Wilsey, President

*Will present verbal report

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Note: The Annual Meeting of The Fine Arts Museums Foundation will immediately follow.

Operating Guidelines of the
Artist Book Council
of the Fine Arts Museums of San Francisco

Article I. Name, Organization & Purpose

1. *Name.* The name of the organization is the Artist Book Council of the Fine Arts Museums of San Francisco (the "Artist Book Council").

2. *Organization.* The Artist Book Council is an affiliated organization of the Fine Arts Museums of San Francisco (the "Museum") operating with the support of the Corporation of The Fine Arts Museums (COFAM).

3. *Purpose.* The purpose of the Artist Book Council is to promote and cultivate an appreciation of artist books in general, to educate its membership with respect to artists books, and to provide funds for the acquisition and exhibition of artist books by the Museum.

Article II. Membership

1. *General.* The active membership of the Artist Book Council shall be determined by the Executive Committee based on recommendations by its Membership Committee. Unless changed by a majority vote of the Executive Committee, membership shall not exceed sixty (60) memberships.

2. *Eligibility.* To be eligible for membership in the Artist Book Council, one must have a strong interest in artist books and shall pay dues in accordance herewith. [Each applicant for membership shall submit at least two recommendations from active members of the Artist Book Council.]

3. *Dues.* Members of the Artist Book Council shall pay annual dues as set by the Executive Committee. Dues shall be payable on an annual basis as determined by the Executive Committee in a manner determined to best coincide with Museum accounting practices.

4. *Honorary and Associate Members.* The Executive Committee may, by majority [unanimous] vote, nominate honorary members who will serve with full membership privileges without payment of dues. The Executive Committee may also establish a class of membership designated as "Associate Members" whose dues may be contributions-in-kind or other services to the Council, as determined by the Executive Committee.

5. *Removal.* The Executive Committee may, by unanimous vote, remove a member for good cause.

Note: New language underlined; [deletions in brackets].

5. *Removal.* The Executive Committee may, by unanimous vote, remove a member for good cause.

Note: New language underlined; [deletions in brackets].

Article III. Executive Committee

1. *General.* The Executive Committee shall be responsible for the affairs of the Artist Book Council. The Executive Committee shall consist of five (5) [nine (9)] members at large of the Artist Book Council.

2. *Election to Executive Committee.* Election to Executive Committee shall be by a majority vote of the Executive Committee upon nomination by the Executive members.

3. *Term.* Each Executive Committee member shall serve a term of four years and be eligible for a successive term after a lapse of one year. The Chair[man] shall have the right to extend the term for good cause of any member with a majority vote of the Executive Committee.

4. *Removal and Resignation.*

   a. Any member of the Executive Committee shall automatically be removed from the Executive Committee for failure to attend regular meetings three (3) times in succession without giving sufficient reason.

   b. Any member of the Executive Committee may be removed from the Executive Committee for cause upon a vote of a majority of Executive Committee members.

   c. Any Executive Committee member may resign from office at any time. Such resignation shall be made in writing and take effect upon the date of receipt by the Chair[man] (unless some other time is fixed for the date of resignation acceptable to the Chair[man].)

5. *Vacancies.* Whenever any vacancy occurs, the vacancy may be filled by a person approved by a majority of the Executive Committee members.

Article IV. Meetings of the Executive Committee

1. *Meetings.* Regular meetings of the Executive Committee shall be held quarterly [in all months except July and August] at such times and at such places as may be determined by the Chair[man].

2. *Quorum.* Three (3) [five (5)] members of the Executive Committee shall constitute a quorum.

3. *Rules.* "Robert's Rules of Order Newly Revised" shall apply to all meetings of the Executive Committee unless the Rules are inconsistent with these Guidelines.

Note: New language underlined; [deletions in brackets].

Article V. Officers and Duties

1. *Officers.* The officers of the Executive Committee shall consist of a Chair, Vice Chair/ Membership, Secretary/Treasurer, Events Chair, Acquisitions Chair [Chairman, Vice-Chairman, Treasurer, Secretary, Events Chairman, Membership Chairman, Acquisitions Chairman] and such other officers as may be determined by the majority vote of the Executive Committee.

2. *Election and Terms.* The Chair[man] shall be elected for a term of two (2) years by the Executive Committee at its Spring [June] meeting. The other officers shall be appointed by the Chair[man] for a two year term following the Chair's [man's] election and shall be guided, at his/her discretion, in such appointment by the recommendations of the nominating committee. Prior to the Spring [June] meeting at which the Chair[man] is elected, the Chair[man] shall appoint a nominating committee of three (3) members of the Executive Committee which shall prepare their nominations for presentation at the June meeting.

3. The *Chair[man]* shall preside at all meetings, set agendas, and call special meetings.

4. The *Vice-Chair[man]/Membership* shall, in the absence of the Chair[man], preside at meetings and perform the duties and exercise the powers of the Chair[man]. The *Vice-Chair/Membership* shall maintain an accurate membership list and waiting list and shall be responsible for recruiting new members. The Vice-Chair[man] shall have such other powers and duties as prescribed by the Chair[man].

5. The *Secretary/Treasurer* is responsible for the accounting and expenditure of all funds of the Artist Book Council. The *Secretary/Treasurer* shall make quarterly and annual financial reports to the Executive Committee. The *Secretary/Treasurer* shall keep full and complete records of the proceedings of regular meetings, shall distribute minutes, shall give notice of meetings, maintain attendance records, and shall perform such other duties as the Executive Committee shall determine.

6. The *Events Chair[man]* shall oversee all events and schedule yearly activities.

[8. The *Membership Chairman* shall maintain an accurate membership list and waiting list and shall be responsible for recruiting new members.]

7. The *Acquisitions Chair[man]* is responsible for coordinating information regarding artist books with the Curatorial Staff.

Note: New language underlined; [deletions in brackets].

Order of Business

Members Meeting of The Fine Arts Museums Foundation

ANNUAL MEETING

Gallery 23
M. H. de Young Memorial Museum
Golden Gate Park
San Francisco, CA
Thursday, **April 8, 1999**
Time: 4:15 p.m. or such earlier time as the FAMSF Board of Trustees and the COFAM Board of Trustees meetings end, but in no event before **3:00 p.m.**

Calling of the Meeting to Order by the Foundation President, Charles Crocker

Calling of the Roll:

Members:
Del M. Anderson
Mrs. David Bancroft
Alvin H. Baum, Jr.
Alix Phillips Becker
George McNear Bowles
Mrs. Philip E. Bowles III
T. Robert Burke
Mrs. Barbara B. Carleton
Belva Davis
Mrs. Ray Dolby
N. John Douglas
Richard P. Essey
Richard H. Finn
Morgan Flagg
Mrs. Lynn C. Fritz
Ms. Frankie Jacobs Gillette
Richard N. Goldman
Mrs. Richard Goodyear
Mrs. Nancy Hamon
George Hecksher
Beverly James
J. Burgess Jamieson
Ann L. Johnson, M.D.
Stephen L. Johnson
Diane B. Lloyd-Butler
Mrs. Peter McBean

Nion McEvoy
J. Alec Merriam
Lorna F. Meyer
Michael W. Michelson
Josie Mooney
Robert P. Morrow III
Steven MacGregor Read
Mrs. Thomas Rohlen
Waldemar Rojas
George B. Saxe
Dolores G. Terrazas
Burl A. Toler, Sr.
Vivian Fei Tsen
Sidney R. Unobskey
Carlos Pedro Villa
Marshall I. Wais, Sr.
Mrs. Harry H. Wetzel
Mrs. Charles F. Willis
Mrs. Alfred S. Wilsey

Approval of Minutes - The twelfth meeting of the members on April 9, 1998 (annual meeting) and the Special Meeting of the members on October 15, 1998- copies were mailed shortly after the meeting, and are also attached.

APPROVED____

Report by President Charles Crocker on the Financial Condition and Operation of the Foundation.

Election of Trustees:

Trustees for Reelection -

Leonard E. Kingsley	(third term)
George R. Roberts	(second term)
Alfred S. Wilsey	(third term)

ELECTED_____

The term for each position is three years and will expire in April 2002.

Trustees may succeed themselves in office; provided, however that no Trustee may be elected for more than three (3) consecutive terms.

The Foundation Board consists of 10 Trustee positions, which include an ex-officio voting position for the President of the Board of Trustees of the Corporation of The Fine Arts Museums.

Other Trustee members are:

	Term Expires
Mrs. Alfred S. Wilsey	Ex-officio member
Charles Crocker	April 2001 (third term)
Richard W. Goss II	October 2001 (first term)
Robert A. Mills	April 2001 (third term)
Walter S. Newman	April 2000 (third term)
Gail P. Seneca	April 2000 (first term)
William A. Stimson	April 2000 (third term)

Ratification of the Selection of PriceWaterhouseCoopers as Outside Independent Auditors of the Foundation for Fiscal Year 1997-98.

RESOLVED, That the membership of The Fine Arts Museums Foundation does hereby ratify the selection of PriceWaterhouseCoopers as this Corporation's independent public accountant for Fiscal Year 1997-98.

RATIFICATION____

Other Business

Adjournment

13AMEMMF.A99

The twelfth meeting of the members of The Fine Arts Museums Foundation was held in Gallery 23 at the M. H. de Young Memorial Museum on Thursday, April 9, 1998 at 5:40 p.m.

Roll Call - Members present:

Del M. Anderson
Alvin H. Baum, Jr.
Alix Phillips Becker
Mrs. Philip E. Bowles III
Barbara B. Carleton
Belva Davis
Mrs. Ray Dolby
Richard P. Essey
Richard H. Finn
Morgan Flagg
Ms. Frankie Jacobs Gillette
Mrs. Richard Goodyear
Richard W. Goss II
Beverly James
J. Burgess Jamieson
David M. Jamison
Mrs. Peter McBean
J. Alec Merriam
Lorna F. Meyer
Josie Mooney
Steven MacGregor Read
William E. Steen
Dolores G. Terrazas
Sidney R. Unobskey
Carlos PedroVilla
Mrs. Harry H. Wetzel
Mrs. Charles F. Willis
Mrs. Alfred S. Wilsey
Frank Montgomery Woods

Members Absent

George McNear Bowles
Mrs. Lynn C. Fritz
Richard N. Goldman
Mrs. Nancy Hamon
David R. Hoyer
Ann L. Johnson, M.D.
Stephen L. Johnson

Diane B. Lloyd-Butler
Nion McEvoy
Michael W. Michelson
Michael E. O'Neill
Waldemar Rojas
Burl A. Toler, Sr.
Marshall I. Wais, Sr.

Charles Crocker, Foundation President, chaired the membership meeting. Michele Gutierrez served as Secretary. A quorum (of at least fifteen) was present.

Membership - The Fine Arts Museums Foundation membership is made up of the voting members of the Board of Trustees of The Fine Arts Museums of San Francisco, excluding the two ex-officio members: the Mayor and the President of the Recreation and Park Commission.

Minutes Approved - The minutes of the eleventh members' meeting of April 10, 1997, were unanimously approved, having been mailed to all members shortly after the meeting.

Financial Condition and Operations of the Foundation

The Fine Arts Museums Foundation is a California non-profit corporation, organized to invest the endowment and certain restricted funds of The Fine Arts Museums. The Foundation also serves as the Investment Committee of COFAM. The Foundation Trustees meet quarterly, primarily to review the performance of the managers of the Endowment Fund.

The market value of the Endowment Fund at the close of business on April 3, 1998 was $65,688,087.

The Foundation continues it's policy to use a total return investment strategy, emphasizing long-term growth and capital appreciation. The Foundation's distribution policy is based on a twenty-four month rolling average value, calculated at the end of each quarter. The rate used for Fiscal Year 1997-98 is 4.25% with 4% for museum support, and .25% to cover Foundation operating expenses exclusive of investment manager fees.

Election of Trustees

Mr. Crocker reported that the Foundation Trustees submitted their Trustee nominations to the membership for election. He made the following nomination report for the Fine Arts Museums Foundation Trustee positions:

Trustees for Re-Election

Charles Crocker	(third term)
Robert A. Mills	(third term)

On motion, duly seconded and carried unanimously, the nominees were reelected as Foundation Trustees.

The term for each position is for three years to expire in April 2001 unless otherwise noted. Trustees may succeed themselves in office; provided, however, that no Trustee may be elected for more than three consecutive terms. The Foundation Board consists of nine Trustee positions, including an ex-officio voting position for the President of the Board of Trustees of the Corporation of The Fine Arts Museums. Trustee members are:

Trustees	Term Expires
Mrs. Alfred S. Wilsey	Ex-officio member
Leonard E. Kingsley	April 1999 (second term)
Walter S. Newman	April 2000 (third term)
George R. Roberts	April 1999 (first term)
Gail P. Seneca	April 2000 (first term)
William A. Stimson	April 2000 (third term)
Alfred S. Wilsey	April 1999 (second term)

Ratification of the Selection of Coopers & Lybrand as Outside Independent Auditors of the Foundation for Fiscal Year 1996-97.

Mr. Crocker presented the following resolution, which was unanimously adopted as **RESOLUTION NUMBER 11**:

RESOLVED, That the membership of The Fine Arts Museums Foundation does hereby ratify the selection of Coopers & Lybrand as this Corporation's independent public accountant for Fiscal Year 1996-97.

Adjournment - There being no further business, the meeting was adjourned at 5:45 p.m.

Submitted by
Michele Gutierrez
Secretary to the Foundation

A special meeting of the members of The Fine Arts Museums Foundation was held in Gallery 23 at the M. H. de Young Memorial Museum on Thursday, October 15, 1998, at 1:58 p.m.

Roll Call - Members present:

Alvin H. Baum, Jr.
Alix Phillips Becker
George McNear Bowles
Mrs. Barbara B. Carleton
Richard P. Essey
Richard H. Finn
Morgan Flagg
Ms. Frankie Jacobs Gillette
Beverly James
J. Burgess Jamieson
Diane B. Lloyd-Butler
Mrs. Peter McBean
J. Alec Merriam
Lorna F. Meyer
Steven MacGregor Read
William E. Steen
Burl A. Toler, Sr.
Sidney R. Unobskey
Mrs. Charles F. Willis
Mrs. Alfred S. Wilsey, President
Frank Montgomery Woods

Members Absent

Del M. Anderson
Mrs. Philip E. Bowles III
Belva Davis
Mrs. Ray Dolby
Mrs. Lynn C. Fritz
Richard N. Goldman
Mrs. Richard Goodyear
Mrs. Nancy Hamon
David R. Hoyer
David M. Jamison
Ann L. Johnson, M.D.
Stephen L. Johnson
Nion McEvoy
Michael W. Michelson

Josie Mooney
Michael E. O'Neill
Waldemar Rojas
Dolores G. Terrazas
Carlos Pedro Villa
Marshall I. Wais, Sr.
Mrs. Harry H. Wetzel

Charles Crocker, Foundation President, chaired the membership meeting. Judy Gough acted as Secretary. A quorum (of at least fifteen) was present.

Membership - The Fine Arts Museums Foundation membership is made up of the voting members of the Board of Trustees of The Fine Arts Museums of San Francisco, excluding the two ex-officio members: the Mayor and the President of the Recreation and Park Commission.

Election of Trustee:

Mr. Crocker reported that at the Fine Arts Museums Foundation's Board of Trustees meeting on September 25, 1998, the number of Trustee positions was increased to 10, which includes an ex-officio voting position for the President of the Board of Trustees of the Corporation of The Fine Arts Museums. The Foundation Trustees submitted their Trustee nomination to the membership for election. Mr. Crocker reported the following nomination report:

Trustee for Election -

Richard W. Goss II (first term)

On motion, duly seconded and carried unanimously, the nominee was elected as a Foundation Trustee.

The term for the position is for three years to expire in October 2001. Trustees may succeed themselves in office; provided, however, that no Trustee may be elected for more than three consecutive terms. The Foundation Board consists of ten Trustee positions, including an ex-officio voting position for the President of the Board of Trustees of the Corporation of The Fine Arts Museums. Trustee members are:

Other Trustee members are:

	Term Expires
Mrs. Alfred S. Wilsey	Ex-officio member
Charles Crocker	April 2001 (third term)
Leonard E. Kingsley	April 1999 (second term)
Robert A. Mills	April 2001 (third term)
Walter S. Newman	April 2000 (third term)
George R. Roberts	April 1999 (first term)

Gail P. Seneca	April 2000 (first term)
William A. Stimson	April 2000 (third term)
Alfred S. Wilsey	April 1999 (second term)

Adjournment - There being no further business, the meeting was adjourned at 2:00 p.m.

Submitted by
Michele Gutierrez
Secretary to the Foundation

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Minutes

CORPORATION OF THE FINE ARTS MUSEUMS

Board of Trustees
Annual Meeting

April 8, 1999

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Call to Order

The annual meeting of the Board of Trustees of the Corporation of The Fine Arts Museums was held on Thursday, April 8, 1999, in Gallery 23 of the M. H. de Young Memorial Museum, Golden Gate Park, San Francisco. A quorum was present that being one-third of the number of Trustees in office. The meeting was called to order at 4:01 p.m. by Mrs. Alfred S. Wilsey, President.

Roll Call

The following Trustees were present:

Del M. Anderson
Mrs. David P. Bancroft
T. Robert Burke
Mrs. Barbara B. Carleton
Charles Crocker
Belva Davis
Mrs. Ray Dolby, Vice President/Annual Support
N. John Douglas
Richard P. Essey
Richard H. Finn, Vice President/Finance
Morgan Flagg
Ms. Frankie Jacobs Gillette, Vice President/Civic Affairs
Mrs. Richard Goodyear
George Hecksher
Beverly James
J. Burgess Jamieson
Ann L. Johnson, M.D.
Leonard E. Kingsley
J. Alec Merriam, Vice President/Collections
Mrs. Thomas P. Rohlen
George B. Saxe
William A. Stimson
Burl A. Toler, Sr.
Vivian Fei Tsen
Marshall I. Wais, Sr.

Calling of the Role (continued)

The following Trustees were present (continued):

Mrs. Harry H. Wetzel
Mrs. Charles F. Willis
Mrs. Alfred S. Wilsey, President
Alfred S. Wilsey

On motion, duly seconded and carried unanimously, the following Trustees were excused:

Alvin H. Baum, Jr.
Alix Phillips Becker
George McNear Bowles
Mrs. Philip E. Bowles III
Mrs. Lynn C. Fritz
Richard N. Goldman
Richard W. Goss II
Mrs. Nancy Hamon
Stephen L. Johnson
Diane B. Lloyd-Butler, Vice President/Audience Development
Mrs. Peter McBean
Nion McEvoy
Lorna F. Meyer
Michael W. Michelson
Robert A. Mills
Josie Mooney
Robert P. Morrow III
Walter S. Newman
Steven MacGregor Read, Vice President/Facilities
George R. Roberts
Waldemar Rojas
Gail P. Seneca
Dolores G. Terrazas
Sidney R. Unobskey
Carlos Pedro Villa

Calling of the Role (continued)

Other Trustees in attendance were:

Mrs. Ransom S. Cook
Keith Eickman
George Hopper Fitch
Mrs. Leonard E. Kingsley
Mrs. William B. MacColl, Jr.
George M. Marcus
Mrs. J. Alec Merriam
Kathryn Doyle Spann
Florence Sue Wong

The following non-voting officers were present:

Harry S. Parker III, Chief Executive Officer
Steve Dykes, Treasurer
Judy Gough, Secretary

President Wilsey presided; Mrs. Gough acted as Secretary.

Report of the President - Mrs. Alfred S. Wilsey

A. Consideration and Possible Action to Approve the Minutes of the February 11, 1999 Meeting of the Executive Committee of the Board of Trustees

The minutes of the February 11, 1999 meeting of the Executive Committee of the Board of Trustees, having been mailed in advance to all Trustees, were unanimously approved.

B. Report on Campaign 2000, Phase II, To Build a New de Young Museum

President Wilsey reported that $73,325,063 in private funds has been raised to date for Campaign 2000, Phase II, to Build a New de Young Museum. The $73 million includes 132 donors from the FAMSF family, 23 of whom have donated $1 million or more. President Wilsey was applauded for her impressive fund-raising efforts. She extended sincere appreciation to the Trustees, who are largely responsible for these results, for their ongoing commitment and determination to build a new de Young Museum in Golden Gate Park.

C. Report on the Conceptual Planning for a New de Young Museum

President Wilsey stated that the preliminary, new de Young Museum building project cost estimate is $135 million. The public fund-raising campaign will be launched in the fall. Members of an Ad Hoc Public Campaign Committee will be appointed and announced at the June Board meeting. It will be critically important at that time to achieve one hundred percent Trustee participation in Campaign 2000, Phase II, to Build a New de Young Museum.

President Wilsey reported that an Ad Hoc Conceptual Planning Committee has been appointed to work with the architectural team of Herzog and de Meuron Architekten AG to develop a conceptual plan for a new de Young Museum in Golden Gate Park. The members of the Ad Hoc Committee are: Steven MacGregor Read, Chair; Charles Crocker, Belva Davis, J. Burgess Jamieson, Mrs. Leonard Kingsley, Diane B. Lloyd-Butler, Nan T. McEvoy, J. Alec Merriam, Barbro Osher, and Mrs. Alfred S. Wilsey. The architects met with the Ad Hoc Conceptual Planning Committee in March to discuss preliminary ideas. During their March visit, they also met with the Museums' curators, exhibit planners and education staff regarding opportunities and functional requirements of the new de Young Museum.

Mr. Parker then reported on his trip to Basel last month with Steve Nash, Associate Director and Chief Curator, and Deborah Frieden, de Young Project Manager, to meet with the architects and review progress to date. Initial work with the architects has been very cooperative and positive. Pierre de Meuron leads the de Young project team along with Christine Binswanger, Partner. Six staff members have been assigned to work on the new de Young project. The architects view the de Young as a rare opportunity to build a new museum in a park setting and are maximizing the potential presented by the project.

An expectation has been established that the new de Young Museum will be beautifully integrated with the Park. Herzog and de Meuron employ a technique called "transparency" whereby the skin of the building is not a closed surface but one that is open, almost textile-like, giving the sense that the building is fully integrated with the outdoors. Through the use of glass, the architects envision integrating the Museum into the Park and the Park into the Museum. There is concern that the building is maximally viewed from a number of vantage points --Kennedy Drive, Martin Luther King Drive, and the Concourse.

The architects have responded very enthusiastically to the de Young's permanent collection, correctly perceiving it to be different from most traditional museum collections. They acknowledge the de Young Museum's strong commitment to 18th, 19th, and 20th

C. Report on the Conceptual Planning for a New de Young Museum (continued)

century American art, as well as the strength of the Art of the Africa, Oceania, and Americas collection, which is in keeping with the multi-cultural nature of the institution's values. Herzog and de Meuron respect Textiles as an important art form, which is of great interest to them.

The architects' view is sympathetic to thoughts which emerged from the 1997 de Young Museum public meetings. Members of the public said they wanted a museum that is user friendly, a beautiful setting inside and outside, and world class.

Mr. Parker stated that the creativity and ingenuity demonstrated by Herzog and de Meuron has been impressive and exciting. The conceptual plans will be presented to the Board of Trustees at its June 10, 1999 meeting.

Report of the Chief Executive Officer - Harry S. Parker III

A. Report on COFAM Operating Budget as of February 28, 1999

Cumulative eight month operating results were $276,000, some $157,000 better than budget, owing to *Picasso*-driven net gains during the first half of the fiscal year. At February 28, 1999, the reserve stood at $2,043,000 just over the $2 million level required by Board policy.

The budget report includes a rolling forecast, which takes into account that the *Impressionists* show downtown is attracting about 65% of budgeted visitors, lowering visitor projections to 144,000 from 223,000. The effect on the bottom line is to move from a comfortable original budget surplus to a rolling forecast that does just better than breakeven, after other expense cuts and assuming all revised revenue and expense targets are hit. The Budget Committee reviewed this situation in mid-March, and management is taking every step possible to keep the budget in the black, including a hiring freeze.

Total resources were off $370,000 from the original budget. Support ran $127,000 ahead of budget, but revenues lagged by $497,000. February revenue numbers show a fall-off in store business and special exhibit fees, primarily because of the *Impressionists* exhibit and secondarily because of lower than budget *Victoria and Albert* attendance at the Legion.

On an eight month cumulative basis, the stores continue to under perform since *Picasso;* the lack of a spring gala brings down the benefits income line; and Development trip fees are off only because the next big Associates trip will occur in June instead of this spring, as originally thought.

A. Report on COFAM Operating Budget as of February 28, 1999 (continued)

Personnel expenses continued to trail budget – by $150,000 at the end of February. Other costs were down $527,000 due to expenses incurred slower than planned, especially curatorial division costs, advertising, and new de Young planning expenses. Most other expense costs will catch up to the rolling forecast targets by the end of June.

B. Consideration and Possible Action to Adopt a Resolution to Offer a COFAM Early Retirement Plan

Mr. Parker reviewed the financial impact of the 1997 loss of Federal indemnification to host temporary exhibitions at the de Young Museum due to its seismic condition. The loss of indemnification results in decreased admissions revenue creating a projected operating deficit as high as $11 to $13 million over the next five year period. A number of steps have been taken to reduce the operating loss such as rescheduling major exhibitions from the de Young Museum to the Legion of Honor and moving the *Impressionists in Winter: Effets de Neige* exhibition to the Yerba Buena Center for the Arts. Nevertheless, capacity at the Legion of Honor is limited, and until the new de Young Museum is built and its historic function as the primary exhibition venue in Northern California is restored, lower revenues and operating deficits are anticipated.

The Budget Committee continues to identify ways to offset the long-range operating deficit projections. It discussed in detail an early retirement offer to COFAM employees at its meetings on January 20 and March 16, 1999. The Budget Committee has recommended the implementation of an early retirement offer, recognizing the significance of personnel costs as an operating budget expenditure. Mr. Parker presented the following resolution:

> WHEREAS, The Corporation of The Fine Arts Museums (COFAM) maintains the Retirement Income Plan of the Corporation of The Fine Arts Museums (the "Plan") for the benefit of certain COFAM employees; and
>
> WHEREAS, The Budget Committee of the Board of Trustees discussed an early retirement offering at its meetings on January 20, 1999 and March 16, 1999 and found the concept useful to reduce museum operating costs in the face of long-range operating deficit projections until a new M. H. de Young Memorial Museum is built; and
>
> WHEREAS, The COFAM Pension Committee met on April 1, 1999 and reviewed an early retirement incentive program with its actuarial consultants from

B. Consideration and Possible Action to Adopt a Resolution to Offer a COFAM Early Retirement Plan (continued)

PriceWaterhouseCoopers and voted to recommend such a program to the Board of Trustees; and

WHEREAS, The Board of Trustees, pursuant to Section 7.1 of the Plan document, has reserved the right to amend the Plan; and

WHEREAS, The Board of Trustees has determined that it is in the interests of COFAM and Plan participants to amend the Plan to provide an early retirement incentive program for a limited period of time to employees who are at least age fifty (50) and will have rendered five (5) years of service as of June 30, 1999; and

WHEREAS, The Board of Trustees has determined that the additional benefits to be provided should include either (a) the crediting of three (3) years of additional age and service under the Plan benefit formula, or (b) paying out a lump sum value of the early retirement benefit under the current Plan without the enhancement of crediting three (3) additional years of age and service; and

WHEREAS, The Board of Trustees has determined to offer those employees accepting the early retirement incentive, on a one-time basis to the extent allowed by COFAM's medical insurance carriers, up to three (3) years of individual HMO medical coverage at COFAM's expense and thereafter individual HMO medical coverage may be extended up to age sixty-five (65) with fifty percent (50%) of the cost paid by the employee and fifty percent (50%) of the cost paid by COFAM; now, therefore, be it

RESOLVED, That the Board of Trustees of the Corporation of The Fine Arts Museums does hereby authorize and direct the Plan Committee to take the actions necessary, including executing any required Plan amendments, to implement the limited early retirement incentive program; and be it

FURTHER RESOLVED, That employees accepting the early retirement incentive will be offered, on a one-time basis to the extent allowed by COFAM's medical insurance carriers, up to three (3) years of individual HMO medical coverage at COFAM's expense and thereafter individual HMO medical coverage may be extended up to age sixty-five (65) with fifty percent (50%) of the cost paid by the employee and fifty percent (50%) of the cost paid by COFAM.

B. **Consideration and Possible Action to Adopt a Resolution to Offer a COFAM Early Retirement Plan (continued)**

On motion, duly seconded, discussion ensued. Mr. Parker advised that forty-one COFAM employees, primarily in the professional, technical, and administrative categories, are eligible for the early retirement offer. It is expected that perhaps one-quarter, or ten employees, will voluntarily elect to take the offer. If so, salary savings can be achieved if the positions remain vacant. It is planned to announce the early retirement offer at a staff meeting with written notification and details provided shortly thereafter. Affected employees would have to accept the offer by June 30, 1999 with retirement effective July 1, 1999.

There being no further discussion, the Board of Trustees voted unanimously to adopt the above resolution as **Board Resolution 225.**

C. **Consideration and Possible Action to Adopt a Resolution Authorizing the Transfer of Stock**

On motion, duly seconded, the following resolution was unanimously adopted as **Board Resolution 226.**

> RESOLVED, That the Board of Trustees of the Corporation of The Fine Arts Museums (COFAM) does hereby authorize that any two of the following individuals are fully authorized and empowered to sell, assign, transfer, and deliver any and all shares of stock, bonds, debentures, notes, evidences of indebtedness, or other securities now or hereafter standing in the name of or owned by this Corporation and to make, execute, and deliver any and all written instruments necessary or proper to effectuate the authority hereby conferred, including execution of all written instructions necessary for our nominee, Wells Fargo Bank, to implement the transaction.
>
> Authorized Individuals:
> Harry S. Parker III
> Stephen E. Dykes, Treasurer
> Barbara Boucke, Deputy Director for Development
> Robert M. Cullison, Controller

D. Consideration and Possible Action to Adopt a Resolution to Sell the Property Bequeathed to the Fine Arts Museums of San Francisco by John William Coy

Mr. Parker reported that John William Coy had named the Museums as a beneficiary to receive two-sixths of the proceeds from the sale of property in Marin County. The Museums' share is expected total approximately $130,000. He presented the following resolution authorizing the sale of the property and the execution of necessary documents.

WHEREAS, John William Coy had named the M. H. de Young Memorial Museum and the California Palace of the Legion of Honor as beneficiaries to receive two-sixths of the proceeds from the sale of property located at 115 Buena Vista Avenue, Corte Madera, California; now, therefore, be it

RESOLVED, That the Board of Trustees of the Corporation of The Fine Arts Museums does hereby approve the sale of the property located at 115 Buena Vista Avenue, Corte Madera, California, at a price of $430,000; and, be it

FURTHER RESOLVED, That Harry S. Parker III, Director of Museums and Chief Executive Officer of the Corporation of The Fine Arts Museums, or such other officer as he may designate, is hereby authorized and directed to execute whatever documents are required to complete the transaction.

On motion, duly seconded, the Board of Trustees voted unanimously to adopt the foregoing resolution as **Board Resolution 227.**

Report of the Nominating Committee - Frank Montgomery Woods, Chair

A. Consideration and Possible Action to Elect Officers (One Year Term)[1]

The Nominating Committee has recommended the following as Officers of the Corporation of The Fine Arts Museums:

Mrs. Alfred S. Wilsey, President
Mrs. Ray Dolby, Vice President for Annual Support
Richard H. Finn, Vice President for Finance
Ms. Frankie Jacobs Gillette, Vice President for Civic Affairs
Diane B. Lloyd-Butler, Vice President for Audience Development

[1] The term for the office of President is three years; at the annual meeting on April 9, 1998, Mrs. Wilsey was elected to an initial term of three years.

A. Consideration and Possible Action to Elect Officers (One Year Term - continued)

J. Alec Merriam, Vice President for Collections
Steven MacGregor Read, Vice President for Facilities
Harry S. Parker III, Chief Executive Officer
Stephen E. Dykes, Treasurer
Judy Gough, Secretary

On motion, duly seconded, the Board of Trustees voted unanimously to elect the officers to one year terms to expire in April 2000.

B. Consideration and Possible Action to Elect COFAM Executive Committee (One Year Term)

The nominees for election to the COFAM Executive Committee were:

Charles Crocker
Robert A. Mills

On motion, duly seconded, the Board of Trustees voted unanimously to elect the nominees to one year terms to expire in April 2000.

The seven officers and six members of the Executive Committee of the Board of Trustees of the Fine Arts Museums of San Francisco also serve on the Executive Committee of the Board of Trustees of the Corporation of The Fine Arts Museums.

C. Consideration and Possible Action to Fix the Number of Trustees Positions

Trustee Woods presented the following resolution:

WHEREAS, On June 14, 1990, the Corporation of The Fine Arts Museums Bylaws were amended to provide for a variable number of Trustees; and

WHEREAS, The amendment stated that the authorized number of Trustees shall not be less than thirty-eight and not more than seventy-five, the exact authorized number to be set by the Board from time to time; now, therefore, be it

C. Consideration and Possible Action to Fix the Number of Trustees Positions (continued)

RESOLVED, That the Board of Trustees of the Corporation of The Fine Arts Museums does hereby set the number of Trustees at fifty-four until such number is changed by this Board.

On motion, duly seconded, the Board of Trustees voted unanimously to adopt the above resolution as **Board Resolution 228.**

Report of the Annual Support Committee - Mrs. Ray Dolby, Chair and Vice President

The Annual Luncheon, which recognizes major annual donors, was held at the de Young Museum on Monday, April 5, 1999. The Luncheon honored Mrs. Paul L. Wattis, Trustee Emerita, and featured guest speaker John Walsh, Director of The J. Paul Getty Museum. The event was generously underwritten in part by Bankers Trust. Trustee Dolby reported that there are approximately 1,000 major donors of $1,000 or more, including donors or works of art. As of March 31, 1999, $1.9 million or 72% of the annual fund-raising goal of $2.6 million has been achieved. Every effort is being made to meet the $2.6 million goal at fiscal year end.

Report of the Fine Arts Museums Foundation - Charles Crocker, President

President Crocker presented the Endowment Fund Report. At the close of business on April 1, 1999, the endowment portfolio was valued at $70,927,946. It was invested 62.27% in equities, 36% in fixed income, and 1.73% in cash equivalents.

Approval of Revisions to the Operating Guidelines of the Artist Book Council

Ann Lawrence, Artist Book Council, reviewed the minor changes to the appended Operating Guidelines. The proposed amendments decrease the number of officers, the size of the Executive Committee, and the number of required meetings. On motion, duly seconded, there was no discussion among the Trustees. The Board of Trustees voted unanimously to approve the revisions to the Operating Guidelines of the Artist Book Council.

Reports of Supporting Organizations

As is customary at the annual meeting, representatives of the supporting organizations of the Fine Arts Museums of San Francisco presented verbal or written reports. Written reports submitted to the Board of Trustees are attached as Appendix I for the record. The supporting organizations are noted as follows:

A. Achenbach Graphic Arts Council - Marilyn Dougery, Chair*

B. American Art Study Center Advisory Council - Nancy Boas, Chair

C. Ancient Hellenic Arts Council - Michael Zagaris, Acting President

D. Artist Book Council -Emily Marcus, Chair, Ann Lawrence*

E. ArtPoint - Jeanne Torre, Chair*

F. The Docent Council - Mary Pat Cress, Chair*

G. European Decorative Arts Council - Adolphus Andrews, Jr.* and Mrs. Robert A. Magowan, Co-Chairs

H. Fine Arts Museums Auxiliaries

1. Belvedere-Tiburon Auxiliary - Mrs. W. Timothy Ryan, Chair*

2. East Bay Auxiliary - Mrs. Spencer Brush, Chair

3. Hillsborough Auxiliary - Mrs. Bruce Mathews, Chair

4. Ross Auxiliary - Mrs. Richard Riede, Chair*

5. San Francisco Auxiliary - Mrs. James E. Forster, Chair, Mrs. Alan Cislo-Silverman, Treasurer

a. Bouquets to Art - Pat Hanson-Thomson,* Mrs. Richard Lonergan, and Mrs. Robert Rorick, Co-Chairs

I. Flower Committee - Mrs. John Adams, Chair

*Presented a verbal report.

Reports of Supporting Organizations (continued)

J. National Council - Mrs. Harry H. Wetzel* and Samuel D. Williams, Co-Chairs

K. San Francisco Ceramic Circle - Colin Knight, President*

L. Textile Arts Council - Peggy Gordon, Chair*

M. Twentieth Century Art Council - Lindsay Joost and Michael Wilsey, Co-chairs

N. Volunteer Council - Denise Joseph, Chair, Steering Committee*

Adjournment - Mrs. Alfred S. Wilsey, President

There being no further business, the meeting was adjourned at 5:15 p.m.

Respectfully submitted,

Judy Gough
Executive Secretary
Museums

*Presented a verbal report

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Note: Immediately following this meeting, the annual member meeting of The Fine Arts Museums Foundation was held.

Operating Guidelines of the
Artist Book Council
of the Fine Arts Museums of San Francisco

Article I. Name, Organization & Purpose

1. *Name.* The name of the organization is the Artist Book Council of the Fine Arts Museums of San Francisco (the "Artist Book Council").

2. *Organization.* The Artist Book Council is an affiliated organization of the Fine Arts Museums of San Francisco (the "Museum") operating with the support of the Corporation of The Fine Arts Museums (COFAM).

3. *Purpose.* The purpose of the Artist Book Council is to promote and cultivate an appreciation of artist books in general, to educate its membership with respect to artists books, and to provide funds for the acquisition and exhibition of artist books by the Museum.

Article II. Membership

1. *General.* The active membership of the Artist Book Council shall be determined by the Executive Committee based on recommendations by its Membership Committee. Unless changed by a majority vote of the Executive Committee, membership shall not exceed sixty (60) memberships.

2. *Eligibility.* To be eligible for membership in the Artist Book Council, one must have a strong interest in artist books and shall pay dues in accordance herewith. [Each applicant for membership shall submit at least two recommendations from active members of the Artist Book Council.]

3. *Dues.* Members of the Artist Book Council shall pay annual dues as set by the Executive Committee. Dues shall be payable on an annual basis as determined by the Executive Committee in a manner determined to best coincide with Museum accounting practices.

4. *Honorary and Associate Members.* The Executive Committee may, by majority [unanimous] vote, nominate honorary members who will serve with full membership privileges without payment of dues. The Executive Committee may also establish a class of membership designated as "Associate Members" whose dues may be contributions-in-kind or other services to the Council, as determined by the Executive Committee.

5. *Removal.* The Executive Committee may, by unanimous vote, remove a member for good cause.

Note: New language underlined; [deletions in brackets].

Article III. Executive Committee

1. *General.* The Executive Committee shall be responsible for the affairs of the Artist Book Council. The Executive Committee shall consist of five (5) [nine (9)] members at large of the Artist Book Council.

2. *Election to Executive Committee.* Election to Executive Committee shall be by a majority vote of the Executive Committee upon nomination by the Executive members.

3. *Term.* Each Executive Committee member shall serve a term of four years and be eligible for a successive term after a lapse of one year. The Chair[man] shall have the right to extend the term for good cause of any member with a majority vote of the Executive Committee.

4. *Removal and Resignation.*

   a. Any member of the Executive Committee shall automatically be removed from the Executive Committee for failure to attend regular meetings three (3) times in succession without giving sufficient reason.

   b. Any member of the Executive Committee may be removed from the Executive Committee for cause upon a vote of a majority of Executive Committee members.

   c. Any Executive Committee member may resign from office at any time. Such resignation shall be made in writing and take effect upon the date of receipt by the Chair[man] (unless some other time is fixed for the date of resignation acceptable to the Chair[man].)

5. *Vacancies.* Whenever any vacancy occurs, the vacancy may be filled by a person approved by a majority of the Executive Committee members.

Article IV. Meetings of the Executive Committee

1. *Meetings.* Regular meetings of the Executive Committee shall be held quarterly [in all months except July and August] at such times and at such places as may be determined by the Chair[man].

2. *Quorum.* Three (3) [five (5)] members of the Executive Committee shall constitute a quorum.

3. *Rules.* "Robert's Rules of Order Newly Revised" shall apply to all meetings of the Executive Committee unless the Rules are inconsistent with these Guidelines.

Note: New language underlined; [deletions in brackets].

Article V. Officers and Duties

1. *Officers.* The officers of the Executive Committee shall consist of a Chair, Vice Chair/ Membership, Secretary/Treasurer, Events Chair, Acquisitions Chair [Chairman, Vice-Chairman, Treasurer, Secretary, Events Chairman, Membership Chairman, Acquisitions Chairman] and such other officers as may be determined by the majority vote of the Executive Committee.

2. *Election and Terms.* The Chair[man] shall be elected for a term of two (2) years by the Executive Committee at its Spring [June] meeting. The other officers shall be appointed by the Chair[man] for a two year term following the Chair's [man's] election and shall be guided, at his/her discretion, in such appointment by the recommendations of the nominating committee. Prior to the Spring [June] meeting at which the Chair[man] is elected, the Chair[man] shall appoint a nominating committee of three (3) members of the Executive Committee which shall prepare their nominations for presentation at the June meeting.

3. The *Chair[man]* shall preside at all meetings, set agendas, and call special meetings.

4. The *Vice-Chair[man]/Membership* shall, in the absence of the Chair[man], preside at meetings and perform the duties and exercise the powers of the Chair[man]. The *Vice-Chair/Membership* shall maintain an accurate membership list and waiting list and shall be responsible for recruiting new members. The Vice-Chair[man] shall have such other powers and duties as prescribed by the Chair[man].

5. The *Secretary/Treasurer* is responsible for the accounting and expenditure of all funds of the Artist Book Council. The *Secretary/Treasurer* shall make quarterly and annual financial reports to the Executive Committee. The *Secretary/Treasurer* shall keep full and complete records of the proceedings of regular meetings, shall distribute minutes, shall give notice of meetings, maintain attendance records, and shall perform such other duties as the Executive Committee shall determine.

6. The *Events Chair[man]* shall oversee all events and schedule yearly activities.

[8. The *Membership Chairman* shall maintain an accurate membership list and waiting list and shall be responsible for recruiting new members.]

7. The *Acquisitions Chair[man]* is responsible for coordinating information regarding artist books with the Curatorial Staff.

Note: New language underlined; [deletions in brackets].

3/8/99

CORPORATION OF THE FINE ARTS MUSEUMS

Board of Trustees
April 8, 1999

Reports of Supporting Organizations

- Achenbach Graphic Arts Council - Mrs. John Dougery, Chair
- American Art Study Center Advisory Council - Nancy Boas, Chair
- Ancient Hellenic Arts Council - Michael Zagaris, Acting President
- Artist Book Council - Emily Marcus, Chair, Ann Lawrence
- ArtPoint - Jeanne Torre, Chair
- The Docent Council - Mary Pat Cress, Chair
- European Decorative Arts Council - Adolphus Andrews, Jr. and Mrs. Robert A. Magowan, Co-Chairs
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  - Ross Auxiliary - Mrs. Richard Riede, Chair
  - San Francisco Auxiliary - Mrs. James E. Forster, Chair, Mrs. Alan Cislo-Silverman, Treasurer
    - Bouquets to Art - Pat Hanson-Thomson, Mrs. Richard Lonergan, and Mrs. Robert Rorick, Co-Chairs
- Flower Committee - Mrs. John Adams, Chair
- National Council - Mrs. Harry H. Wetzel and Samuel D. Williams, Co-Chairs
- San Francisco Ceramic Circle - Colin Knight, President
- Textile Arts Council - Peggy Gordon, Chair
- 20th Century Art Council - Lindsay Joost and Michael Wilsey, Co-Chairs
- Volunteer Council - Denise Joseph, Chair, Steering Committee

ACHENBACH GRAPHIC ARTS COUNCIL
The Fine Arts Museums of San Francisco

AGAC ANNUAL REPORT
FOR F.A.M. BOARD OF TRUSTEES
April 8, 1999

The Achenbach Graphic Arts Council has had an active and successful year in its support of the Fine Arts Museums of San Francisco prints and drawing department. With our dues increase this year, our total number of memberships is down a bit as anticipated, but we are financially stable and secure. Our membership committee, chaired by resourceful Bill Clark, has been devising ways to attract new members, and we look for an upswing in members in fiscal year 1999 – 2000. We credit our varied line-up of events, as well as our Newsletter, for attracting and keeping new members. Our industrious board has organized over 25 programs and events for AGAC members this year.

For our June 1998 – June 1999 year, Program Chair Evans Wyro has continued our rich slate of programs open to all of our members including:

Exhibition walk-throughs with Robert Flynn Johnson and/or Karin Breuer of the
- Charles Jones exhibition
- Arnold Genthe exhibition
- American Artist Books exhibition
- Claes Oldenburg Prints and Multiples from the Anderson Collection

Tours and/or previews of
- Butterfield's 1998 Fall Print Auction
- *Evolution: Origins of Bay Area Modernism 1915-1945* at Krevsky Gallery
- San Francisco International Art Exposition
- 1998 International Vintage Poster Fair
- Prints San Francisco 1999 (S.F. Print Fair)
- Magnolia Editions
- Experimental Workshop
- Studio of artist Katherine Aoki
- *The Print is Cast, The Expressionist Impulse,* and *Joseph Cornell: A Memoir* at the Palo Alto Art Center
- *Picasso, Graphic Magician: Prints from the Norton Simon Museum* at the Cantor Center for Visual Arts at Stanford University

Our Collectors Circle, open to AGAC members in our upper categories and chaired by Fran Johns, has continued its meetings in the homes of individual collectors, has visited the California Historical Society, and has sponsored a most successful Show-and-Tell event at Fort Mason attended by 100 people with AGAC members displaying works from their own collections.

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Our upper categories of members also enjoyed special events planned just for them by our Special Events Chair Clara Morrissey such as

- a presentation at the Achenbach by Francois Borne, Old Master Drawing specialist for Christie's London/New York
- a Japanese style luncheon at the home of Curator Karin Breuer followed by a display and discussion of Japanese prints by Breuer and Robert Flynn Johnson.

Our Newsletter, published three times a year, has grown from six pages to eight and continues to receive compliments from our members and the print community. Kudos go to our diligent editor, Charles Schlossman.

Our Travel Committee chaired by energetic Carole Cohen has organized trips to

- Los Angeles last May to visit the new Getty Museum
- The New York Print Fair last November
- Los Angeles in February for a visit to The Van Gogh Exhibition, Gemini G.E.L., and the Rifkind Center for German Expressionist Art
- Art Chicago '99 in May of this year

Additional activities for this year include

- a morning coffee we hosted at the Legion for 100 art dealers in town for the International Art Exposition
- Providing Achenbach study center volunteers for Saturday mornings
- Sponsorship of a 10 week course on Connoisseurship given by Robert Flynn Johnson
- A printmaking workshop at Paulsen Press

AGAC financial support of the Prints and Drawings department has included

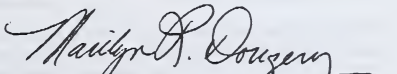
- $5,000 toward the purchase of Joseph Stella's *Mill Interior* 1908
- $10,000 promised toward the CD ROM multimedia component of the major Anderson Collection exhibition scheduled for Fall 2000.
- $10,000 to fund an Achenbach intern for June 1999 – June 2000. Our Intern Search Committee was chaired by Michael Lasky and the funding for this year's internship generously was donated by Betty Hutsen in memory of her late husband Col. Albert L. Hutson, Jr. (1923-1994), a long time AGAC supporter and Board member.

This year we inaugurated Honorary Life Memberships in AGAC for contributors of $1,000,000 or more to the FAM prints and drawings department. The Charter members of this distinguished group are

Harry and Mary Margaret Anderson
Michael Berolzheimer
Kathan Brown
Denise and George Hopper Fitch
Joseph and Deborah Goldyne
Joan Sopher Leibowitz
Reva and David Logan
Mary Patricia Anderson Pence
Phyllis Wattis

We are sorry to be losing three most valuable and long serving Board members, John Flather, Fran Johns, and Clara Morrissey, but our nominating committee has provided a strong slate of new board members. In January 2000 we will embark on a new endeavor: sponsoring the opening of the San Francisco Print Fair as a fund-raiser for the Achenbach. Given our congenial and hard-working board, our enthusiastic and active membership, the guidance of our two supportive curators, and our stable finances managed by our treasurer Farrel Schell, we are optimistic as we look forward to next year.

Respectfully submitted,



Marilyn R. Dougery
Chair

AMERICAN ART
STUDY CENTER

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Carole Austin
Bill Berkson
Prof. Rodger C. Birt
Nancy Boas
Mrs. Philip E. Bowles
Elsa Cameron
Whitney Chadwick
Prof. T. J. Clark
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Karen Tsujimoto
Prof. Anne M. Wagner
Ian McKibbin White

American Art Study Center Advisory Council Annual Report 1999

Last year more than one hundred researchers used the resources of the American Art Study Center. Professors of art, artists, undergraduates and graduate students, dealers, curators, and museum visitors came from throughout the Bay Area and California and from across the country.

At the Study Center researchers can find material that is not duplicated in other libraries or research centers in the region, such as the unrestricted microfilm collections of the Archives of American Art of the Smithsonian Institution, the world's' largest collection of materials relating to the art of the United States; the original drawings of the design archive of Shreve and Company, San Francisco silversmiths; and a collection of rare 19th-centuray American art periodicals on microfilm. Since the Study Center came into existence, nearly 800 reels of microfilm from the Archives of American Art and more than 250 American art volumes have been added to the library.

The projects of researchers using the Study Center enrich the field of American art. The Advisory Council of the Study Center represents scholars, curators, and artists of American art throughout Northern and Central California and provides a forum for the exchange of new ideas.

The Study Center staff consists of Timothy Anglin Burgard, The Ednah Root Curator of American Art; Patricia Junker, Associate Curator of American Art; and Jane Glover, Departmental Assistant.

Respectfully submitted,

Nancy Boas

Nancy Boas, Chair
April, 1999

ANCIENT HELLENIC ARTS COUNCIL

Founded:	October 1997 (with the assistance of The Elios Society)
Objective:	To support the Ancient Art Department at the Fine Arts Museums of San Francisco
Current membership:	105 (as of March 1999)
Balance:	$8,567.94 (as of 31 December 1998)
Officers:	Michael Zagaris (Acting President)
	Renée Dreyfus (Curator of Ancient Art)
	Louise Chu (Scribe and Treasurer)

RECENT ACQUISITIONS
(through gifts to the AHAC)

I. *Cycladic Figure*
Greek, Early Cycladic II, Spedos variety, ca. 2500 B.C.
Marble
Museum purchase, gift of the Ancient Hellenic Arts Council and The Elios Society Charitable Foundation

II. *Protome in the Shape of a Panther*
Roman, 2nd century A.D.
Bronze
Gift of the Carolyn Moscarella Fund through the Ancient Hellenic Arts Council

EVENTS

1997

Lecture *The Cycladic Miracle: Ancient Moderns of the Third Millennium B.C.* by

Renée Dreyfus
Curator of Ancient Art and Interpretation
Fine Arts Museums of San Francisco

Wednesday, 19 November 1997, 8pm

1998

Lecture *An Endangered Palace in Iraq: The Northwest Palace of Ashurnasirpal at Nimrud* by

Samuel M. Paley
Professor of Classics
State University of New York at Buffalo

Thursday, 12 February 1998, 7pm

Lecture *Strangers in Strange Lands: Greeks Overseas in the 1st Millennium B.C.* by

Barbara McLaughlin
Associate Professor of Classics
San Francisco State University

Tuesday, 10 March 1998, 8pm

preceded by a private reception for the official presentation by the Elios Society of the recently acquired Cycladic Figure

Private tour of the exhibition *Ancient Glass from the Holy Land* with

Gusta Lehrer Jacobson
Former Curator of the Glass Pavilion
Eretz Israel Museum, Tel Aviv

Saturday, 20 June 1998

With morning coffee

Lecture Series for the exhibition *Ancient Gold: The Wealth of the Thracians -- Treasures from the Republic of Bulgaria*:

Lecture *Ancient Gold: The Wealth of the Thracians* by

Renée Dreyfus
Curator of Ancient Art and Interpretation
Fine Arts Museums of San Francisco

Co-sponsored by the California Classical Association (Northern Section)

Saturday, 26 September 1998, 11am

followed by luncheon

Lecture *Reading Thracian Images: Art and Myth in Ancient Thrace* by

Ivan Marazov
Professor and Visiting Curator of the exhibition
Institute of Art Studies, Bulgarian Academy of Sciences

Wednesday, 7 October 1998, 7:30pm

1999

Lecture *Greek Art and Its Origins* by

Renée Dreyfus
Curator of Ancient Art and Interpretation
Fine Arts Museum of San Francisco

Sunday, 7 February 1999, 2pm

followed by a presentation of the recently acquired Roman bronze protome in memory of Carolyn Moscarella, Docent, Fine Arts Museums of San Francisco

Lecture *All That Glitters: The History of Gold and Silver in the Ancient World* by

G. Max Bernheimer
Vice President, Head of Antiquities
Christie's North and South America

Sunday, 21 March 1999, 2pm

preceded by luncheon

Lecture *The Gold of the Nomads: Scythians and Ancient Greece*

Dr. Alexander Leskov
Former Head of the Department of Archaeology and Ancient Art
Museum of Oriental Art, Moscow

Saturday, 12 June 1999, 2pm

April 8, 1999

Annual Report of the Artist Book Council
Fine Arts Museums of San Francisco

The Artist Book Council reached a milestone in 1998. Reva and David Logan of Chicago donated their prestigious and much sought after (from many museums and libraries in the US) collection of artist books to the Fine Arts Museums.

With this widely recognized collection, the Achenbach Foundation for Graphic Arts and the Artist Book Council has gained much, both in recognition and prestige.

The Legion now has added an Artist Book Gallery--THE REVA AND DAVID LOGAN GALLERY-- which features rotating shows of Artist Books.

Our little Council (membership is limited to 60) is featuring the Logans and their collection at our spring event on April 19th. We look forward to his witty comments on how and why he assembled this huge and noteworthy collection.

Today the Achenbach has over 2,500 artist books. Our membership supports this collection with dues, informative and varied meetings, and generous book donations.

Emily

Emily Marcus, Chair

ArtPoint

THE YOUNG PROFESSIONALS OF THE
FINE ARTS MUSEUMS OF SAN FRANCISCO
California Palace of the Legion of Honor
M.H. de Young Memorial Museum

HOTLINE: 415 750 7607
www.artpoint.org

March 23, 1999

1999 Board of Trustees Annual Meeting Report

Board of Trustees
Fine Arts Museums of San Francisco
233 Post Street
San Francisco, CA 94108

Dear Board of Trustees:

As the outgoing chair, I am pleased to report that ArtPoint had another exciting year. A summary of highlights include:

- Receiving national recognition from numerous publications including Harper's Bazaar magazine November 1998 issue.

- Seeing our membership double in the last year - close to 800 members. Since the membership structure was changed in July 1, 1998 (enabling members at all levels to join ArtPoint for an additional fee of $25 per person or $50 per couple), 10% of the total members now include contributing, donor and sponsor members. We have members living within 9 counties in the San Francisco Bay Area.

- Producing many successful events including:

  Our largest event, *The Picasso Preview Party*, which was held on October 9 and was attended by 1500 people. We had a very successful silent auction with over 60 items. The event resulted in a net profit of $31,000.

  Harlem Alive! a Celebration of Rhapsodies in Black Art of the Harlem Renaissance. Guests enjoyed music and atmosphere of the 1920's while attending this major exhibition.

  Artistic Origins: An art filled evening at the San Francisco Art Institute

  Clos Pegase Winery: A luncheon and Art Lecture with Jan Shrem, Winery Owner

M.H. de Young
Memorial Museum
Golden Gate Park
75 Tea Garden Drive
San Francisco
CA 94118-4501

Crown Point Press: A private tour and print demonstration

Several *ArtPoint First Wednesday* events offering members a chance to enjoy wine, food, and private tours of ongoing Fine Arts Museums exhibitions

Over the next year:

- ArtPoint will be a major sponsor of *Francis Bacon: A Retrospective Exhibition* scheduled to open June 1999. We have made a contribution of $25,000 from the Picasso profits.

- We have planned an aggressive Event Calendar through June 2000. We look forward to hosting the Legion's 75th Birthday Bash on November 13, 1999.

ArtPoint continues the fine traditions of the past, bringing new ideas and vitality to the group's ongoing events and activities. ArtPoint members receive all Fine Arts Museums membership benefits as well as private invitations to all ArtPoint events, Gallery 23 ArtPoint's quarterly newsletter, special members-only events where members may bring a guest, and discounts on all events.

As our ArtPoint membership grows, so does our enthusiastic, young professional Board of Directors. The formal board has 13 members and the Auxiliary Board of Directors has 14 members. The Auxiliary Board represents former Board Members actively involved with ArtPoint since 1992.

I would like to introduce the new ArtPoint Chair, Mark Karwowski.

Sincerely,

Jeanne Torre

Jeanne Torre
ArtPoint Chair 1998-1999

Mark Karwowski

Mark Karwowski
ArtPoint Chair 1999-2000

FINE ARTS MUSEUMS
of SAN FRANCISCO

Docent Council
California Palace of the Legion of Honor
M.H. de Young Memorial Museum

DOCENT COUNCIL REPORT
FAMSF BOARD OF TRUSTEES
APRIL 8, 1999

Mary Pat Cress, Docent Council Chair

This has been a banner year for the Docent Council as we celebrate our **35th year** serving the Fine Arts Museums of San Francisco and the Asian Art Museum. This also marks our last year of working together as one Docent Council. As of July 1, 1999 the FAM and AAM will become separate Councils. These two major events were recently recognized and celebrated by the Docents with the exhilarating program entitled **"Art Museums for the 21st Century: New Perspectives".** The program was organized by members of the Docent Council and featured two dynamic speakers, Michael Kimmelman, New York Times Chief Art Critic, and Dr. Evan Mauer, Minneapolis Institute of Arts Director and CEO, our own distinguished Directors Harry Parker and Emily Sano, and our Docent Council's first Chair, Betty Dwyer. A festive reception in Hearst Court followed the program. Earlier in the year the FAM Docents were delighted to be the subject of Chronicle Staff Writer, **Jesse Hamlin's inciteful article**, "Priceless Art Work" (copy enclosed). Especially gratifying to the Docent Council was the newly established **McNeil Award** which recognizes the contributions of volunteers to FAM and that one of the first recipients was Cheryl Bancroft, one of FAM's most outstanding Docents. We are honored to have been selected as participants in a plenary session of the biennial **National Docent Symposium**, meeting this fall in Philadelphia. Fellow Docents Jack Byers, Peggy Gordon, Michelle Klurstein and I will present "The Fine Arts Museums of San Francisco's Multifaceted Approach to Community Outreach" and describe FAM's Exhibition Representative Program.

The principal work of FAM Docents is, of course, education. During the nine month period from July 1, 1998 through March 31, 1999* **194 Active AOA and WES Docents** have devoted **4,878 hours** to educating museum visitors about our permanent collections and special exhibitions and another **4000 hours** to our own education and training. With major exhibitions (Picasso and the War Years, Impressionists in Winter, and the Art of the Victoria and Albert Museum) attracting high attendance, all of the following categories show a considerable increase compared to 1997/98.

TOURS: 4080 to 41,138 visitors. In addition to thousands of regularly scheduled tours for the general public, we attempt to reach a broad and diverse audience with numerous special group tours, i.e. school children, individuals with disabilities (Access), the hearing impaired with sign language tours and paid tours for adult/senior groups.

SLIDE LECTURES: 206 for 7,795 people. Docents in the popular Community Speakers Program (CSP) keep the public informed about FAM art and special exhibitions with free lectures in the museums and paid ones to outside groups.

SPECIAL EVENTS: 53 for 13,969. At members', corporate and private events Docents are available in the galleries to provide exhibition information.

REVENUES: $65,321.00 including $33,782 in admission fees for FAM and COFAM. With an operating budget of $33,560 for this fiscal year, the Docent Council is self-supporting. Our major sources of revenues are private tours (3/4) and CSP lectures (1/4). Administrative Assistant Renee Baldocchi and CSP Docent Coordinators have been especially effective in marketing these programs.

M.H. de Young Memorial Museum
Golden Gate Park, 75 Tea Garden Drive, San Francisco, CA 94118-4501
tel: 415.750.3628 fax: 415.750.7692

*Includes some projected figures for March 1999

DATEBOOK

Edgar Degas' "At the Cafe"

Puzzled by Picasso? Dumbfounded by Diebenkorn?

Docents Unlock the Mysteries

PLUS: MARIANNE FAITHFULL ◆ EDWARD NORTON ◆ S.F. JAZZ FESTIVAL

BOOK REVIEW: PAUL THEROUX'S 'SIR VIDIA'S SHADOW'

ART WORLD'S UNSUNG HEROES

Dear Readers:

Which way do you go through museum exhibitions?

There's the stroll-and-linger approach, where wall labels play a major role. There's the dash-and-dart theory, where you make a run for whatever major piece has the fewest people in front of it.

And there's always the audio tour, where you put on a headset and let famous people direct you through the galleries.

Jesse Hamlin

With this issue, we celebrate another option: taking a docent tour. As staff writer Jesse Hamlin reports in today's cover story, docents are the unsung heroes of the art world.

"You take them for granted until you find out how much they study, and how thorough the training is," reports Hamlin, who has covered art for The Chronicle for more than a decade.

"Everyone you meet is passionate about art."

They're constantly studying, too. According to Hamlin, most docents attend weekly classes to keep themselves up to date on the latest thinking in art history and criticism.

"It's not a lazy person's hobby," Hamlin says.

Docents are very important this art season, which features three major shows: surveys of Alexander Calder and Richard Diebenkorn at the San Francisco Museum of Modern Art and "Picasso and the War Years: 1937-45" at the California Palace of the Legion of Honor.

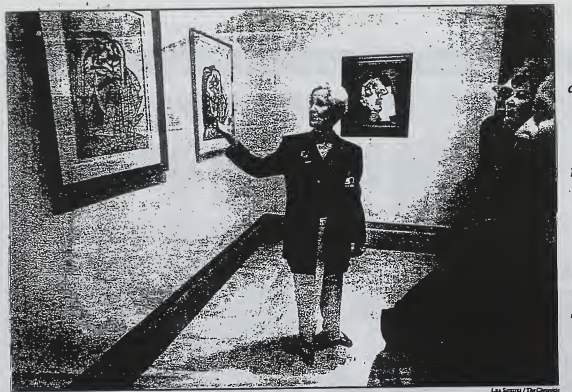
All of them are drawing big crowds, which is in line with attendance figures nationally. According to a recent study by the National Endowment for the Arts, 35 percent of American adults, or 68 million people, attended a museum at least once last year.

Docents often provide a personal touch to the museum experience. While researching this story, Hamlin noticed an interesting thing. Most docent tours start out with about 20 people, but by the end the group has usually grown.

"People hear someone talking knowledgeably about art, they lean in and suddenly they're part of the group. Clearly, the demand is there.

"I have to say I enjoyed the tours I took," continues Hamlin, who typically likes to go through exhibitions on his own. "There's always something to learn."

Liz Lufkin
Editor



Lea Suzuki / The Chronicle

"People always ask us how we can put all this work in and not get paid. But the payback is seeing the art, being involved with it, learning about it and then getting to share that with so many people."

DOCENT JULIA GEIST *showing the Picasso exhibit (left) at the California Palace of the Legion of Honor*

PRICELESS ART WORK

Museum docents share their passion with the public — and are invaluable

By Jesse Hamlin
CHRONICLE STAFF WRITER

Julia Geist is standing in front of "Night Fishing at Antibes" at the California Palace of the Legion of Honor, saying how Picasso's nightmarish 1939 painting could be read as his vision of the coming bombardment of Europe.

Some scholars now see the lights around the fishing boat as exploding shells, Geist tells a small group. Some speak of the fisherman as a Christ symbol, the sharp-tongued girl licking a two-headed ice cream cone as a prime Picasso image linking sex and violence.

"This show looks at many levels of interpretation," says Geist, a highly trained Fine Arts Museums docent who is giving lectures and leading free public tours of the new show "Picasso and the War Years: 1937-45."

She's one of dozens of Bay Area docents who will be busy over the next few months guiding thousands of visitors at the Legion of Honor and the San Francisco Museum of Modern Art, which is now showing major works by Matisse, Picasso, Braque, Gris and Leger.

Docents are the unsung heroes of the museum world, dedicated volunteers with a passion for art and communicating that love to others.

It's a demanding avocation that requires far more time and training than most people realize. And while many Bay Area docents conform to the stereotypical image of the lady of means with time to burn, the docent population is becoming more mixed in terms of age, gender and ethnicity. Many docents are retired, but an increasing number hold down full-time jobs, among them teachers, psychiatrists, computer programmers and painting contractors.

At the Fine Arts Museums, which include the Legion of Honor and de Young museums, docents undergo a rigorous two-year training program. It consists of twice-weekly lectures and seminars on art history and the permanent collection, paper writing, reading assignments and practice tours.

Once they've passed the program — and many would-be docents drop out when they discover how demanding it is — they continue to take weekly classes. They study recent developments in art scholarship and steep themselves in the art featured in each new exhibition. They give at least two tours a month.

"It's a major commitment of time, energy, physical and mental involvement," says Steve Nash, the Fine Arts Museums' chief curator and deputy director.

"The docents carry the word out to the great wide audience. Without them, we'd be in a lot of trouble. Museum attendance has grown tremendously over the past 25 years, and it would be impossible to meet the demands of outreach education without the docents."

The Fine Arts Museums have 200 docents, half of whom specialize in the art of the Americas, Oceania and Africa, the other half in Western art. That's been Geist's area of expertise since she joined the docent program in 1979.

"People always ask us how we can put all this work in and not get paid," says Geist, 58, a former adult education teacher whose father was the noted assemblage artist Raymond Barnhart. "But the payback is seeing the art, being involved with it, learning about it and then getting to share that with so many people.

"The primary goal is to turn people on to looking at art. Some people think we interfere by trying to explain it. But I find the American public very much wants things explained; people want to understand, they want to get it. They sort of want permission to say, 'That's really wonderful,' or, 'It's still ugly, even if I do understand it.'"

Geist immerses herself in the art, develops a basic theme and then improvises as she goes. She tailors her tour to each group.

"I watch the audience, and if they look like they're glazing over, I get on with it, move on to another painting. I don't want to bore them. Before we start the tour, we're taught to kibitz with the people, to get a feeling of where they're from and what they know.

PICASSO, DIEBENKORN AND CALDER

■ Picasso: Docent tours of "Picasso and the War Years: 1937-45" are given at 11:30 a.m. and 1:30 p.m. Tuesday through Sunday at the California Palace of the Legion of Honor, Lincoln Park, 34th Avenue and Clement Street, San Francisco. Tours for the hearing-impaired are at 9:40 a.m. October 27 and 31 and November 17 and 21. Tours of the permanent collections are also given. Regular tours are free with museum admission; the Picasso exhibition has an additional $5 fee. For information, call (415) 750-3638.

■ Diebenkorn and Calder: Docent tours of the Richard Diebenkorn and Alexander Calder retrospectives are given at various times Thursday through Tuesday at the San Francisco Museum of Modern Art, 151 Third St., San Francisco. Tours of the permanent collection are also available, and tours for the hearing-impaired can be arranged. Tours are free with museum admission. For tour times and information, call (415) 357-4000.

Niko Mayer leads a tour of the Diebenkorn exhibit at the San Francisco Museum of Modern Art.

CHRIS STEWART / The Chronicle

Mark Armstrong, at SFMOMA's Calder exhibit, became a docent because "I'm in love with art."

LIZ HAFALIA / The Chronicle

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We're taught to assume nothing. I'm fishing for how much somebody knows about Picasso. At what level am I going to talk to somebody about Picasso?"

After 10 years as a Fine Arts Museums docent, Josephine Palmer is still excited about it.

"There's always something new to see," says Palmer, a retired San Francisco housewife who doesn't give her age. "Art history changes. There are new insights, and new research, and you have to keep up with that. I'm always trooping off to the museums and buying catalogs."

Once in a while Palmer will get somebody who won't stop talking -- "he's just come back from his first trip to Europe and is eager to tell you all he knows about something" -- and throws the tour off track. "We have to be diplomatic. We try to step on his toes a bit. I don't want to make anyone feel diminished. I take them out of that gallery and look at something else."

She still laughs about the time she was showing Rockwell Kent's "Monhegan Island" at the de Young and noted that Kent had been in trouble with the House Un-American Activities Committee. A guy in the group piped up, "I don't believe it. Norman Rockwell a Red?"

A docent never knows who might be in the crowd. Several years ago, Eleanore Foster was giving a tour of cubist books and prints at the Legion. She looked up in the middle of a sentence about Picasso to find the artist's daughter Paloma standing there.

"The only way to get through was to pretend she wasn't there," says Foster, one of several docents who lead tours at the Fine Arts Museums and SFMOMA.

SFMOMA's 200 docents -- about 35 percent of whom are men -- get viewers to talk about the art rather than giving a more traditional lecture. Taking one of those tours inspired Mark Armstrong to sign up for the museum's yearlong docent training program.

"The docent didn't talk much -- she encouraged us to talk," says the 36-year-old computer consultant, who began giving tours a few months ago. "She was more of a facilitator. It was very interactive; there was no right or wrong answer. At other museums, it's typically, 'You're going to listen for 45 minutes, and I don't care what you think.' This was completely different.

"I'm in love with art and wanted to share that enthusiasm and passion with other folks, and this fit my style. You check your ego with your coat."

Armstrong, who's pleased to see more young, ethnically diverse docents at SFMOMA -- "When I walk through the door, I want to see somebody who looks like me" -- says he learns as much from the people on his tours as they do from him. Approaching a work, he'll talk about the artist and his background, but always ask, "What's going on here?"

"Somebody may look at a Diego Rivera landscape and see something I've never seen, or make an association I'd never dreamed of after looking at it for a year. I feed off them."

Dan Kilpatrick, an SFMOMA docent since 1981, feels the same way about what he calls the "inquiry method" of being a docent. "It's more like a conversation," says Kilpatrick, 51, an administrator at UC Medical Center, "and I find that's a very exhilarating experience."

Docent Niko Mayer, a printmaker, was leading a tour of the Diebenkorn show one recent afternoon, drawing about 20 people into a discussion of the other artists and places that inspired Diebenkorn. She spoke of the influence of Matisse and Mondrian on Diebenkorn's use of color and line, and his way of letting the viewer "trace the trail" of his painting.

Looking at the 1957 "Girl on the Beach," Mayer pointed to the "vigorous brushwork and juicy paint" that was characteristic of abstract expressionists, but she noted that the artist also "created a mood for you in this painting. What's the mood?"

"Loneliness," somebody said. "Sadness," said another.

Then Mayer read a quote from Diebenkorn: "I'm very interested in the separation between the individual and the environment, and that's what I want to address."

Later, Israeli biologist Aliza Eshkol, visiting from Switzerland, gave Mayer a rave review.

"She did it marvelously," Eshkol said. "She explained things and did what she promised -- to have the involvement of the people, which was nice. I was not at all familiar with Diebenkorn. I got a sense of how to look at this art." ■

OTHER DOCENT TOURS

Free docent tours are given at many Bay Area museums and libraries. Here are a few:

■ **Berkeley Art Museums.** Tours of "Transformation: The Art of Joan Brown": 12:15 and 7 p.m. Thursday, 2 p.m. Sunday. (510) 642-0808.

■ **San Jose Museum of Art.** Tours 12:30 and 2:30 p.m. daily. Hearing-impaired, 12:30 p.m. second Saturday of month. Group by arrangement. (408) 271-6843.

■ **Oakland Museum of California.** Tours 1:30 p.m. Saturday and Sunday, by appointment Wednesday through Sunday. Group/hearing-impaired by arrangement. (510) 238-3514.

■ **Blackhawk Automotive Museum in Danville.** Tours 2 p.m. Saturday and Sunday, tours by arrangement. (925) 736-2280.

■ **San Francisco Public Library.** Tours 2:30 p.m. daily. Group/hearing-impaired by arrangement. (415) 557-4280.

EUROPEAN DECORATIVE ARTS COUNCIL

Annual Report
April 8, 1999

The European Decorative Arts Council is a self-supporting group whose purpose is to broaden the members' interest and enthusiasm for the decorative arts and, in the process, develop active support for the Museum.

We have 110 individual members who pay $250 annually.

In 1998, we had three lectures: the Duchess of Devonshire for Chatsworth; Deborah Gage for Firle Place; and Ulrich Leben for Waddesdon Manor, plus a tour of the Decorative Arts galleries at the Getty with curator Gillian Wilson.

The Council also participated in the purchase of an outstanding 17th Century gold-mounted jade coupe which is now on display at the Legion.

We look forward to another active year of lectures and tours of private collections, with a continuing build up in our membership.

BELVEDERE-TIBURON AUXILIARY
to the
FINE ARTS MUSEUMS OF SAN FRANCISCO

YEAR IN REVIEW 1998-1999

June 30, 1998	Board Meeting: The main purpose was to evaluate By-Laws and make any pertinent changes for membership to vote on at September meeting. This included attendance requirements, dues increase for actives and sustainers, increasing our active membership by five and mainly putting our focus with the Museums (thus eliminating previously held local events)
July	Program Chair drew up a preliminary Auxiliary Calendar for Fall For the first time, the Chairs, Vice Chairs and Program Chairs For Belvedere and Ross Auxiliaries created an event that Would bring together the two memberships. January chosen.
August	We met with Chairs of Bouquets to Art to discuss variety of points plus the thought that our Auxiliary would like to create and donate an item for the Silent Auction.
September 1	General Meeting Members volunteered at Preview Party for "A Feast for the Eye: Food In Art" and enjoyed lecture by Melissa Levenson We were invited to co-sponsor, with Ross Auxiliary, the Chris Giftos Lecture at Bouquets to Art. We donated $1,000.
October 6	Nathan Olivera lecture, Legion of Honor Kay Forrester invited our Auxiliary Chair and Vice Chair for lunch at her home in an effort to bring together our counter-parts from the other Bay Area Auxiliaries.
28	Lecture by Steven Nash, "Picasso and the War Years: 1937-45"

January 13, 1999	General Meeting: Guest speaker Dr. Lynn Orr, lectured on "Impressionists in Winter: Effets de Niege" Pat Hanson-Thomson, Co-Chair Bouquets to Art, made a presentation to our membership.
20	Belvedere-Tiburon and Ross Auxiliaries came together for a combined event – "Insiders Tour of the DeYoung" followed by lunch in the Cafe
February 3	Tour of the Impressionists in Winter at the Yerba Buena
11	Members of our Auxiliary enjoyed a trip to Los Angeles to view the current Van Gogh Exhibit
24	Docent tour of the Victoria/Albert Exhibit, Legion of Honor
March 3	Board Meeting: Purpose was to create Board Job Descriptions and revisit details related to membership
15	Silent Auction item presented at Bouquets: A UNIQUE STUDIO TOUR – VISIT FOUR MARIN ARTISTS IN THEIR WORKING AND TEACHING ENVIRONMENTS Kate S. Baker, Gertrud Parker, Ann C. Turner & Gail Van Dyke This was a first for our Auxiliary and we were delighted to make this type of contribution. We received impressive local newspaper coverage for Bouquets and our Auxiliary. Members supported and attended the Preview Party, attended Lectures (particularly, C. Giftos whom we co-sponsored) and volunteered during the week
April 8	San Francisco tour of private Folk Art Studios and lunch. Our Chair and Vice Chair attended Boards of Directors Meeting at DeYoung.
20	General Meeting: Program included presentations by artists who are members of our Auxiliary.

Submitted by,

Connelle Ryan

Mrs. W. Timothy Ryan, Chair

cc: Boards of Directors, Fine Arts Museums
San Francisco Auxiliary

FINE ARTS MUSEUMS OF SAN FRANCISCO

East Bay Auxiliary

1999 Board of Trustees
Annual Meeting Report

The East Bay Auxiliary consist of 47 Active members and 18 Sustaining members. This is our 11th year.

The principal purpose of this organization is to broaden the base of membership in the Fine Arts Museums of San Francisco, which supports the de Young Museum and the Legion of Honor, as well as expand and broaden awareness of the cultural arts in the Bay Area and beyond. Our members are paying dues at the Contributing level of one hundred dollars or more, and we support a speaker for "Bouquets to Art." This is how our year starts out.

September 24, 1998 - Slide show and luncheon. Our first meeting September was attended by 46 members. We enjoyed a fabulous slide show and lecture by Curator Lee Hunt Miller discussing highlights of *A Grand Design: The Art of the Victoria and Albert Museum.* It was terrific. We saw it in Boston a year ago.

September 24, 1998 - Evening - *A Feast for the Eye* Museum fund-raiser. Several members attended this fund-raiser at the de Young Museum and also volunteered to help take in tickets at the event. An East Bay member had a recipe published in the cookbook that was for sale. It was a whimsical, creative and delicious event.

October 28, 1998 - Harry S. Parker III, Director of Museums, addressed all of the Auxiliaries, and Steve Nash, Curator of *Picasso and the War Years, 1937-1945,* gave a lecture and slide show. Twenty-six ladies attended and stayed for lunch in the Café.

October 28, 1998 - Kay Forster, Chair of the San Francisco Auxiliary, had lunch with East Bay Auxiliary members and other Bay Area Auxiliaries to explore ideas and get to know each other. We had a terrific time.

November 19, 1998 - San Francisco of Modern Art (SFMOMA): Diebenkorn and Calder exhibitions. Thirty-three members attended. One of the members gave us a docent tour of the exhibits. Lunch at the Fly Trap. We had a great time.

December 5, 1998 - Auxiliary Christmas Party (not counted as a meeting).

December 8, 1998 - All Auxiliary Holiday lecture and slide show by Katie Millhiser had to be cancelled due to the power outage.

January 13, 1999 - *The Art of Joan Brown,* Oakland Museum.

January 28-29, 1999 - Los Angeles overnight to the Getty and Los Angeles County Museum to view the *Van Gogh* exhibition. Forty-four ladies attended. Art historian M. Nimeroff gave us a slide show on the Van Gogh collection before we saw the exhibition.

February 15, 1999 - Deadline for nominations forms.

February 24, 1999 - *Impressionists in Winter: Effets de Neige* at Yerba Buena Center for the Arts. Fabulous, exhilarating exhibition.

February 26, 1999 - Turkish couples evening. Buffet dinner and slide show/lecture with Katie Millhiser (not counted as a meeting) in the Sultan's Garden.

March 15, 1999 - Annual East Bay Auxiliary dues due for Active and Sustain members. Also deadline for proposal of new members.

March 17, 1999 - Bouquets to Art. We co-sponsored Chris Giftos of the Metropolitan Art Museum. Sixty-one ladies attended the lecture; 74 for the luncheon.

A gift certificate for $150 was donated by Chez Panisse to be used by February 1, 2000 and was given to the silent auction by an East Bay Auxiliary member. The lecture by Chris Giftos was fabulous as was the luncheon.

April 15, 1999 - *All Things Bright and Beautiful - California Impressionists* at the Oakland Museum. Twenty-seven members signed up.

April 26-30, 1999 - Arizona trip to Sedona and Phoenix. Museums without Walls: Cocktails on rim of Grand Canyon. Heard Museum in Phoenix, Bradford Ranch Barbeque, Frank Lloyd Wright's Taliesin West. Created out of the desert. Thirty-one members will be going on this trip.

May 19, 1999 - End of Year Napa trip. Artists in the Valley. Jessel Miller Gallery and Garden tour. Ira Wolk Gallery and lecture on how to collect art. Meadowood for lunch. Possible tour of Francis Ford Coppola's Art of Film Museum and winery.

/jeg

FINE ARTS MUSEUMS OF SAN FRANCISCO
HILLSBOROUGH AUXILIARY

REPORT FOR 1998-1999 March 1999

Hillsborough Auxiliary has 100 Active members, 46 Sustainers, and 2 Honorary members. Art-related activities are planned throughout the year with invitations sent to all members to attend. Transportation to many events is by charter coach.

MEETINGS AND TOURS:

APRIL 1998 Annual meeting and luncheon, with installation of officers at Peninsula Golf and Country Club..... lecture by Martha Mertz "Looking at Sculpture"

MAY 1998 Docent-led tour of "Gold Rush!California's Untold Stories" at the Oakland museum, luncheon at Scott's Seafood

JUNE 1998 Docent-led tour of "The 30th National Open Art Exhibition" at The Academy of Art, luncheon at the Olympic Club

SEPTEMBER 1998 New Members'Tea given by board at home of Joan Paladini

SEPTEMBER 1998 Docent-guided tour of "A Feast for the Eye" at the M. H. deYoung Museum, luncheon in the California Room

OCTOBER 1998 Lecture by Stephen Nash and viewing of "Picasso and the War Years" at the Palace of the Legion of Honor", luncheon at St. Francis Yacht Club

NOVEMBER 1998 Tour of the J. Paul Getty Museum, luncheon at Shutters on the Beach, Santa Monica

JANUARY 1999 General Meeting and luncheon at Marriot Hotel, lecture by Lee Miller "A Grand Design: The Art of the Victoria and Albert Museum"

FEBRUARY 1999 Lee Miller-led tour of "A Grand Design: The Art of the Victoria and Albert Museum", luncheon at the Cliff House

MARCH 1999 Bouquets to Art lecture and luncheon
Docent-led tour of "Impressionists in Winter: Effet de Neige" at Yerba Buena Center for the Arts,luncheon at Vinga Restaurant

NEWSLETTERS mailed to members in June, October and March
DONATION of $500 made in December to the Fine Arts Museums of San Francisco for childrens' education in the arts.
TWELVE ACTIVE MEMBERS helped staff at the Bouquets to Art March 17.
BY-LAW CHANGE: Membership annual dues raised to $40 for Actives and $50 for Sustainers at January meeting at the recommendation of the auditor, budget committee and executive board.

Respectfully submitted, Margaret L. Mathews, Chairman

FINE ARTS MUSEUMS of SAN FRANCISCO
ROSS AUXILIARY

TO: FAMSF BOARD OF DIRECTORS

FROM: FAMSF ROSS AUXILIARY
MARILYN RIEDE, PRESIDENT

DATE: MARCH 17, 1999

SUBJECT: YEARLY REPORT

First I would like to say how much I have enjoyed being the president of the Ross Auxiliary this year. It has been a great learning experience.

I will give you a brief outline of our meetings and programs as follows:

September 17/98: our New Members Luncheon we welcomed five new members to our Auxiliary. Pat Hanson Thomson joined us to talk about Bouquets for the coming year. Our speaker was Alfred Harrison, North Point Gallery, with a slide presentation and lecture on Marin Paintings 1865-1960.

October 7/98: Our yearly meeting where we invite guests with the hope and intent they become members of the FAMSF. Our speaker with slide presentation was Melissa Leventon on the "Feast for the Eye" exhibit. If our guests become members that day they are invited to our docent tour. As I remember, we received 15-20 new memberships.

October 21/98: Tour of the "Feast for the Eye" exhibit.
November 16/98: Tour of the Calder exhibit at SF MOMA
December 2/98: Business Meeting and Holiday Cheer, no speaker.

January 20/99: The Insiders' Tour of the Basement. This was arranged as a joint meeting with Belvedere/Tiburon Auxiliary with a lunch following in Gallery 23. It was much enjoyed by all. We could appreciate, in a limited beginning, the talent and creativity involved "downstairs" to make "upstairs" what it is!
The Cafe provided sandwiches, dessert, and drinks for $10 - they were great. We all felt it was so important to get to know each other and to spend time together AT THE MUSEUM.

February 24/99: Business meeting with Lynn Orr as our speaker and slide presentation, the Impressionists in Winter exhibit. Beautiful!
March 16 - 20/99: Bouquets to Art. A number of our members were at the wonderful gala on March 15, and many of our members are helping staff during the week.
April 14/99: Business meeting with Lee Miller as our speaker and slide presentation, The Art of Victoria and Albert Museum.
April 21/99: Our Tour of The Art of Victoria and Albert Museum with Lee Miller.
May 19/99: Our final meeting for this year. A Business Meeting followed by a tour of studios of local Ross Valley artists.

Some of our accomplishments this year:
We did some "in house" things: we finally finished up-dating our By-Laws; a boring job that is easy to put off. We did little things like having new checks printed with our correct name, new deposit stamp with our correct name, getting our filing and organization up to date.It was a tidy-up year for those kinds of things - attempting to finally remove "The Museum Society" from our brains, computers, and accessories.

We added the non-voting positions of Parliamentarian and Historian, as well as Travel to our Board Roster. Our Historian is completing a brief history of our Auxiliary as well as listing our past presidents/chairmen and the years they served.
We have a waiting list of 18 people who would like to be members of our Auxiliary - since we are so popular it will allow us to be more strict with attendance and participation.

Kay Forster had a meeting this fall with the Presidents/Chairmen, and Program Chairs of the Auxiliaries so we could get to know each other and exchange ideas. This is a good idea and should be continued. We all came away being much more "connected" to each other, to the Museums, and recognizing we are all working together for a common goal. Likewise, our joint meeting with the Belvedere/Tiburon Auxiliary. I think the more time we spend at the Museums, be more familiar with and understand their workings, as well as the Auxiliaries spending time together, we will all be more involved and more committed.

We contributed $1500 to co-sponsor Chris Giftos at Bouquets to Art on Thursday morning, March 18.

Most importantly, I think we have all had a lot of fun, seen and learned more about art, the Museums, and hopefully contributed in some small way to their continuance and improvement.

Thank you.

Marilyn Riede

Annual Report from the San Francisco Auxiliary of the Fine Arts Museums of San Francisco to the Trustees of the Fine Arts Museums.

The Auxiliary goals for the 1998-1999 year were the following:

1. To reinvigorate membership.

The membership of the auxiliary was increased by eleven to take us to the maximum of 110 members. We particularly directed our efforts to enroll new members as we need active and energetic women to enlarge the pool of workers and leaders for our group and for the museums as well. Recruitment is being encouraged on an ongoing basis with potential new members invited to meetings and to participate in Bouquets to Art.

Sustainers of the Auxiliary were invited to two lectures and to a tea at Bouquets to Art. Their attendance on these occasions was not significant in number.

2. To establish a closer working relationship with the other Auxiliaries.

A lunch was held in the fall with the representatives of other Auxiliaries. Information was exchanged which was beneficial to all.

The by-laws of the original Auxiliary were changed to reflect the existence of other Auxiliaries so that now we are the San Francisco Auxiliary of the Fine Arts Museums. All members are required to be members of the Fine Arts Museums.

3. To provide significant programs to enable Auxiliary members to be better informed members of the Fine Arts Museums and the art world.

Our speakers included Harry S. Parker III, Steven Nash, Lynn Orr, Lee Hunt Miller, Karin Breuer and Nathan Oliveira. An in-house lecture program was provided for new members. Our tour of the "Impressionists: Effets de Neige" was well-attended. In February, our trip to the Getty Museum and Van Gogh Exhibition at LACMA was taken by several members of the Auxiliary.

4. To establish a firm financial footing for the Auxiliary and its activities.

Dues of $50 per active member and sustainers were approved. This money is held in a separate account so that incidental operating

expenses will not have to be deducted from funds raised or billed through the museum office.

A series of controls were installed to better oversee the handling of money during Bouquets to Art. Reports are being prepared on spread sheets for consistency.

5. To upgrade our computer efficiency and capability and tailor it to our needs.

Evaluation continues. A new program may have to be designed and installed. It is expected that this problem will be addressed and resolved before September 1.

6.To raise significant funds for the Fine Arts Museums.

Funds from the art lecture series ($3,600)were designated to assist Sherin Kyte, Director of the Legion, in her efforts to improve the appearance of museum gardens in front of the de Young and Legion.

The Auxiliary assisted in the museums' "Feast for the Eye" opening.

Efforts were made to significantly increase the amount raised by Bouquets to Art, our major fundraiser, and to increase the attendance at the museum. The net for Bouquets will be reported on by that committee separately though final figures will not be available for several weeks. Attendance at the opening night party of Bouquets increased by 36% over 1998. The patron effort was more successful than the previous year. Daily attendance at the museum during the week of Bouquets was up 25% over 1998. Bouquets to Art has brought in a broad, diverse audience to the museum. The Bouquets chairs were diligent in their efforts and will no doubt have a good report of their successes.

We acknowledge with thanks the support of our efforts by the Trustees of the Fine Arts Museums.

The San Francisco Auxiliary voted to allocate funds to a space in the new de Young Museum. As it will take more than one event to raise the amount required to have a room in our name, net from fundraisers will accumulate, and additional designated donations may be made to the Auxiliary toward the gallery.

Respectfully submitted,

Kay Forster

Kay Forster
Chair, San Francisco Auxiliary

April 8, 1999

Bouquets to Art

Fine Arts Museums Auxiliary

Benefits the California Palace of the Legion of Honor & the M.H. de Young Memorial Museum

BOUQUETS TO ART 1999

REPORT

The attendance Monday through Friday of Bouquets to Art week (March 15th – 19th) at the California Palace of the Legion of Honor was 17,221. This was an increase over 1998 of approximately 16,000 and the 1997 count of 15,351.

During Bouquets to Art week 104 new members joined the Fine Arts Museums at the Legion.

The Gala on Monday evening was the highest to date at 1,214 attendees, and Wednesday evening, which was open to the public, was 1230. Daily attendance was up. Tuesday 4825, Wednesday 4914 (includes 1230), Thursday 3095, and Friday 3173.

As of April 7th our Gross revenue is	$410,634
Expenses	$199,044
Net	$211,590

The following numbers are the larger categories that contribute to the Gross revenue:

Benefactors, Patrons, & Donors	$ 146,310
Corporate Sponsors/Major Contributors	$ 43,750
Silent Auction & Raffle	$ 44,994
Lecture Series	$ 45,675

Areas to target for future growth are CORPORATE SPONSORS & SILENT AUCTION /RAFFLE

California Palace of the Legion of Honor, Lincoln Park, 100 34th Avenue, San Francisco, CA 94121-1693 ***(415) 750-3504***

March 16, 1999

Fine Arts Museums of San Francisco
Board of Directors Annual Meeting
April 8, 1999

Flower Committee Report

Our committee of talented volunteers continue to contribute their artistic floral decoration time the Museums. 5 arrangements of seasonal fresh cut flowers are displayed at the de Young. The various sites are large urns in the entry, the vendors desk in the entry, the guards desk, the lobby of the ladies room and the information desk on the way to the Cafe. This last year we purchased some new decorations for the 2 annual Christmas trees in the Hearst Court.

Flowering plants are also arranged and maintained weekly at the Legion of Honor

The Oaks Garden has been transform beautifully, thanks to a small group of volunteers headed up by Ellen Parker.

The committee is also called upon the do monthly special events at both Museums.

One fund-raiser a lecture given by Katie Millhiser on October 20, 1998 netted the flower fund $900. Due to lack of support for the effort to do the lunch and table exhibitors, the Committee canceled the show.

The flower committee is recruiting new volunteers at Bouquets to Art this year seeking talents floral volunteers to expand our small group. We would like continue to hold more fund-raising events for the future.

Sincerely,

Donna Adams

Mrs. John Adams
Chair
Flower Committee
Fine Arts Museums of San Francisco

NATIONAL COUNCIL
of the Fine Arts Museums of San Francisco

* Last meeting was October 7-9, 1998, and coincided with the opening of **"PICASSO AND THE WAR YEARS: 1937-1945"** at the Legion of Honor.

  Guest speaker was Robert Rosenblum, Professor at New York University and co-organizer of the exhibition.

  Following the business meeting, Council members toured the new Reva and David Logan Gallery for Artists Books and that evening attended the black-tie dinner and opening reception for the Picasso exhibition.

  The next day Council members viewed a **Fine Arts Museums Internet/Web Page** presentation by the Technology Committee. They then visited the collection of **Don and Doris Fisher** at the Gap. Lunch at the **Bankers Club** followed.

* **NEXT MEETING** will be September 22-24, 1999 to coincide with the showing of **Spirit Country: Australian Aboriginal Art from the Gantner Myer Collection** and **The Treasury of Saint Francis of Assissi.**

* Currently 60 memberships serving 3-year terms. There are a total of 75 memberships available.

* New members are: Mrs. Frances G. Bowes of San Francisco, Mrs. Robert Charles of Newport, Rhodes Island, Mrs. Brittain Cudlip of Washington, D.C., Mr. and Mrs. David S. Logan of Chicago, and Mrs. Edward C. Sterling of New York City.

* Members currently represent 18 states in the U.S.***
  Other countries represented include:
  France, Peru, Bermuda, England, Italy, Australia, and Spain.

* Ongoing recruitment.
  We would like to broaden our geographical base, especially to the states of Pennsylvania, Kansas, South Carolina, Georgia, Ohio, Michigan and others.

  Members should have a strong interest in the arts and a tie to San Francisco.

  Members asked to contribute a minimum of $1,000 annually

  Recommendations welcome.

* Meetings are held one or two times a year in San Francisco based on the Museums' exhibition schedule.

San Francisco Ceramic Circle 1998 Highlights

1) General

1998 was the 25th year of the San Francisco Ceramic Circle lecture program. It included 10 lectures by some of the worlds leading authorities on ceramics and a members "Pot Night" and this January the SFCC sponsored its biennial ceramic seminar which attracted visitors from as far away as Seattle, New Jersey and Southern California.

Our major problem continues to be that of increasing membership to cover the cost of providing top rate speakers for our programs in the face of fewer SFCC members who have collections that they are willing to talk about in public. It is unlikely that the SFCC could increase dues again without unacceptable loss of members but the SFCC needs another 50 or so members or other sources of funds to support a program based largely on external speakers.

In 1998 the SFCC received several generous donations to our operating fund that will enable the circle to maintain its program at current levels for at least 2 more years while continuing efforts to increase membership.

2) Membership

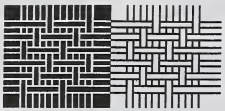
S.F.C.C. membership is 62% female and continues to average around 170. This is despite ongoing publicity in Fine Arts, Antiques West, the Antique Journal, the Maine Antiques Digest, the Antique Collector and on the web, and active outreach to the public in the ceramic resource center and on occasions through leading downtown department stores. Currently membership is at 157 due to attrition during annual renewals but we expect some late renewals and new members joining throughout the year. Membership of San Francisco residents has declined further from 41% to 39%. 43% are Bay area residents (Peninsula/ South Bay 23%; East Bay 11% and Marin/North Bay 9%). 18% of our members live more than 50 miles with 14 out of state. With such a high percentage of the membership having to travel significant distances to attend our meetings there is always a considerable risk of defections.

3) Programs

The San Francisco Ceramic Circle lecture program covers the wide range of ceramic interests of our group. Speakers include curators from major museums, ceramic specialists from major auction houses, scholarly dealers, collectors, authors and SFCC members. A complete program listing is available on the Museum web site at www.thinker.org under the "membership" section and "S.F.C.C. on-line" listing for anyone interested in details.

Attendance at our meetings, which are open to the public, is typically about 40 with the most common reason cited by members for non-attendance being inaccessibility of the Legion of Honor by public transport and safety at night.

The S.F.C.C. also operates the ceramics resource room which includes a reference library adjacent to the ceramics gallery at the Legion of Honor staffed by S.F.C.C. volunteers and open to the public on Wednesdays and Saturdays.



TEXTILE ARTS COUNCIL
M.H. de Young Memorial Museum
75 Tea Garden Drive, Golden Gate Park
San Francisco, CA 94118 • 415/750-3627

REPORT TO BOARD OF TRUSTEES, FAMSF

April 8, 1999

The Textile Arts Council (TAC), was developed as a support group for the Textile Department, FAMSF, as well as to promote and broaden an appreciation of the textile arts from haute couture to the complexities of weaving.

TAC does this through:

- A monthly Saturday speaker series
- First Wednesday video showings
- Exhibition walk-throughs
- Textile related field trips
- Hands-on workshops
- Tri-annual newsletter

The TAC programs reflect the diversity of interests of the textile community. This year's programs have ranged from a panel discussion on Persian carpets to the use of embroidery as a medium in contemporary art pieces. Hollywood fashion and designer highlights have been featured through the video program. The hands-on workshops taught shibori dyeing techniques, knitting Turkish socks and creating fantasy headdresses. Gallery visits have brought us into the homes of both artists and collectors. Over 420 textile enthusiasts receive the eight to twelve page Textile Arts Council Newsletter three times a year. The newsletter lists museum programs and textile events at other venues and provides a forum for textile issues.

The income from the TAC Endowment Fund is used for acquisitions and to support other needs of the Textile Department. For example, TAC helped sponsor an intern for the Textile Conservation Lab and provided seed money for the development of a video showing "ancient" weaving techniques that are still in use. This year's acquisitions include two Turkman children's dresses heavily decorated with silver coins and amulets. And, before the end of the fiscal year, a major art piece will be added to the museum's collection.

Peggy Gordon
Chair, TAC

20TH-CENTURY ART COUNCIL REPORT

The 20th-Century Art Council was formed in late-1994 as a way to encourage and support the Museums' expansion of its European and American holdings into the 20th-century. The council's main purpose is to bring together collectors, patrons, and individuals who share an interest in the diverse traditions of modern art, from early European to contemporary Bay Area, and to closely integrate the Council with programs in 20th-century art at our Museums through informational and educational activities. Annual dues cover expenses, such as outings to artists' studios and galleries, visits to private collectors' homes, receptions, etc., as well as yield a small fund for a 20th-century art acquisition. To date, the council has provided funding for the purchase of the painting by Jay DeFeo entitled *Mountain No. 2* , partial funding for George Herms's early assemblage *Meat Market*, and most recently, a painting by Hung Liu entitled *The Boxer*.

The Council's next event, scheduled for early May, will be an all day bus trip to visit private collections and artist studios located in Bolinas.

THE FINE ARTS
MUSEUMS OF
SAN FRANCISCO

M.H. de YOUNG MEMORIAL MUSEUM
Golden Gate Park
San Francisco, CA 94118
(415) 750-3600

CALIFORNIA
PALACE OF THE
LEGION OF HONOR

VOLUNTEER COUNCIL REPORT

APRIL 1999

The 526 volunteers of the Fine Arts Museums of San Francisco perform a variety of functions in support of the business of the museums. They greet visitors, respond to questions, sell museum memberships, click in visitors at special exhibits, assist in Accoustiguide/ inform sales, give information witin the galleries, work the Parcel Check desk, work at the museum switchboard and in the Museum gift-shops. Volunteers also provide assistance at Special Events and assist the paid staff in Education, Media, the Library and curatorial and conservation departments and help in many other areas. Last year the volunteers provided 53,230 hours to the museums.

The volunteers come to our museums from a variety of locations. They drive, take buses and Bart from destinations as far away as San Diego. The volunteers (as of 4/26/99) are grouped as follows:

San Francisco	- 366	Marin/North Bay	- 47
South Bay	- 71	Fresno	- 1
East Bay	- 57		

In addition to selling Golden Gate Park maps at the deYoung and receiving donations to FAM Fund #423 (in Honor of, in Memory of, Parcel Check contributions),there is also an annual Volunteer fundraising event (a Silent Auction last year and scheduled this year,tentatively, for 5/22/99. These fundraising efforts allowed the Volunteer Steering Committe to approve an expenditure of $7000.00 for the purchase of an Egungun Ceremonial Robe in 1998.This purchase was approved after the submission of the 1998 Annual Report and was, therefore not noted in that report. During 1999, The Volunteer Steering Committee approved an expenditure of $6500.00 for the purchase of a Fanti Ceremonial Stool for the AOA.

We recognize our own at an Annual Awards Reception where Mr. Parker presents pins, certificates, plaques and calligraphy certificates to those serving 250 hours in one year, and 1000 hours, respectively.

The dedication of our Volunteers to the FAMSF clearly shows their support of the museums and the museum programs provided for our visitors.

Denise Joseph, Chair
Volunteer Council Steering Committee

From Executive Comm mtg
Agenda 2/11/99

Appendix A

CORPORATION OF THE FINE ARTS MUSEUMS

DOCUMENTS DEPT.
FEB 08 1999
SAN FRANCISCO
PUBLIC LIBRARY

Board of Trustees

Minutes

January 14, 1999

Call to Order

A meeting of the Board of Trustees of the Corporation of The Fine Arts Museums was held on Thursday, January 14, 1999, in the Board Room of the California Palace of the Legion of Honor, Lincoln Park, San Francisco. A quorum was present that being one-third of the number of Trustees in office. The meeting was called to order at 4:36 p.m. by Mrs. Alfred S. Wilsey, President.

Roll Call

The following Trustees were present:

Del M. Anderson
Alvin H. Baum, Jr.
Alix Phillips Becker
George McNear Bowles
Mrs. Philip E. Bowles III
Charles Crocker
Belva Davis
Mrs. Ray Dolby, Vice President/Annual Support
Richard H. Finn, Vice President/Finance
Mrs. Richard Goodyear
Richard W. Goss II
David R. Hoyer
David M. Jamison, Vice President/Audience Development
Diane B. Lloyd-Butler
Mrs. Peter McBean
J. Alec Merriam, Vice President/Collections
Lorna F. Meyer
Josie Mooney
Steven MacGregor Read, Vice President/Facilities
William E. Steen
Marshall I. Wais, Sr.
Mrs. Charles F. Willis
Mrs. Alfred S. Wilsey, President
Alfred S. Wilsey

Roll Call (continued)

On motion, duly seconded and carried unanimously, the following Trustees were excused:

Mrs. Barbara B. Carleton
Richard P. Essey
Morgan Flagg
Mrs. Lynn C. Fritz
Ms. Frankie Jacobs Gillette, Vice President/Civic Affairs
Richard N. Goldman
Mrs. Nancy Hamon
Beverly James
J. Burgess Jamieson
Ann L. Johnson, M.D.
Stephen L. Johnson
Leonard E. Kingsley
Nion McEvoy
Michael W. Michelson
Robert A. Mills
Walter S. Newman
Michael E. O'Neill
George R. Roberts
Waldemar Rojas
Gail P. Seneca
William A. Stimson
Dolores G. Terrazas
Burl A. Toler, Sr.
Sidney R. Unobskey
Carlos Pedro Villa
Mrs. Harry H. Wetzel
Frank Montgomery Woods

The following ex-officio Trustees were unable to be present:

Mayor Willie L. Brown, Jr.
Reverend Yvette Flunder, President, Recreation and Park Commission

Other Trustees in attendance were:

Shirley Breyer Black
Princess Ranieri di San Faustino
George Hopper Fitch
William Fries II

Roll Call (continued)

Other Trustees in attendance were (continued):

Mrs. Jerrold L. Kingsley
Mrs. James K. McWilliams
Mrs. J. Alec Merriam
Kathryn Doyle Spann
Florence Sue Wong

The following non-voting officers were present:

Harry S. Parker III, Chief Executive Officer
Steve Dykes, Treasurer
Judy Gough, Secretary

President Wilsey presided; Mrs. Gough acted as Secretary.

Report of the President - Mrs. Alfred S. Wilsey

A. Consideration and Possible Action to Approve the Minutes of the December 10, 1998 Meeting of the Executive Committee of the Board of Trustees

The minutes of the December 10, 1998 meeting of the Executive Committee of the Board of Trustees, having been mailed in advance to all Trustees, were unanimously approved.

B. Report on Campaign 2000, Phase II, to Build a New de Young Museum

President Wilsey announced that approximately $65 million in private funds has been raised for Campaign 2000, Phase II, to Build a New de Young Museum. President Wilsey was applauded for her impressive fund-raising efforts. She stated that the $65 million includes twenty-one donors of $1 million or more and eleven donors between $250,000 and $1 million. It was emphasized that these fund-raising results demonstrate the Board of Trustees' commitment and determination to begin building a new de Young Museum as soon as possible.

D. Report of the Architect Selection Committee for a New de Young Museum

President Wilsey expressed appreciation to the sixteen member Architect Selection Committee for their participation in this time consuming process. Approximately fifty architectural candidates received the Request for Qualifications and Proposal to Develop a Conceptual Design Plan for a new de Young Museum. Representatives from twenty-five

D. Report of the Architect Selection Committee for a New de Young Museum (continued)

architectural firms around the world attended a mandatory site meeting at the de Young Museum on November 9th. A technical review team comprised of Tony Irons, Adele Santos, Doug Tom, Langston Trigg, V. Fei Tsien, Richard Young and Project Manager Deborah Frieden reviewed the submitted qualifications and reported their findings to the Trustees' Architect Selection Committee. The Architect Selection Committee narrowed the field to five finalists, who made presentations to the Committee over a two day period in early January.

President Wilsey then read the following resolution:

WHEREAS, At its meeting on October 15, 1998, the Board of Trustees of the Fine Arts Museums of San Francisco (FAMSF) reaffirmed its commitment to rebuild a new de Young Museum in Golden Gate Park to protect the collections, visitors and staff from seismic risk; and

WHEREAS, It has been recognized in the absence of public funding that private funds must be utilized to pay for the planning costs of a new de Young Museum; and

WHEREAS, The Corporation of The Fine Arts Museums is a not-for-profit organization, which raises private funds to support, aid, and promote the Fine Arts Museums of San Francisco; and

WHEREAS, The President of the Corporation of The Fine Arts Museums (COFAM) Board of Trustees announced the appointment of the Architect Selection Committee at the October 15, 1998 COFAM Board meeting; and

WHEREAS, The Architect Selection Committee was charged with choosing an architect to undertake a de Young Museum conceptual plan and presenting its recommendation at the Board of Trustees meeting on January 14, 1999; and

WHEREAS, The Architect Selection Committee recommends that Herzog & de Meuron Architekten AG be selected as the architect to develop a conceptual plan for a new de Young Museum in Golden Gate Park; now, therefore, be it

RESOLVED, That the Board of Trustees of the Corporation of The Fine Arts Museums does hereby approve the selection of Herzog & de Meuron Architekten AG as the architect to develop a conceptual plan

D. Report of the Architect Selection Committee for a New de Young Museum (continued)

for a new de Young Museum in Golden Gate Park for presentation at the June 10, 1999 meeting of the Board of Trustees; and, be it

FURTHER RESOLVED, That the President of the Board of Trustees and the Chief Executive Officer are authorized to take all necessary steps to engage the professional services of the architect, Herzog & de Meuron Architekten AG, to develop a conceptual plan for a new de Young Museum in Golden Gate Park, and to expend COFAM funds required for this purpose.

President Wilsey acknowledged the contributions of Harrison Fraker, Dean of the College of Environmental Design, University of California at Berkeley, who served in an advisory capacity to the Architect Selection Committee. Dean Fraker was requested to comment on the architect selection process. He began by stating that the process was impressive and one of the best that he has observed. At the request of Mr. Parker, Dean Fraker presented background information on the work of the five finalist candidates to the Architect Selection Committee commenting on how their work was positioned in architectural production at the end of this century, strengths and weaknesses, and what might be expected from each. Dean Fraker reported the Committee was perceptive in its questioning of the architects and insightful in ascertaining the strengths and weaknesses of the candidates.

The five finalists are exceptional architects and include one winner of the prestigious Pritzker prize, and two or three potential Pritzker prize winners. Jacques Herzog and Pierre de Meuron are extraordinary architects. They are the architects for London's new Tate Museum of Modern Art, Bankside, which is scheduled to open in 2000. The opportunity to create a new de Young Museum is occurring at the right time in their careers. They are Swiss and very careful, organized, rational, urbane and sophisticated. Their great strengths lie in their ability to create unique designs for each project through experimentation with materials, which enrich the experience of space, and through their use of light. Herzog and de Meuron pride themselves on building full-scale mock-ups and models to make sure their concepts will work. Dean Fraker enthusiastically supported the decision of the Architect Selection Committee and was thanked for his remarks with a round of applause.

A motion was made and seconded to adopt the above resolution. There was no discussion among the Trustees. The foregoing resolution was adopted unanimously as **Board Resolution 223.**

Report of the Chief Executive Officer - Harry S. Parker III

A. Report on COFAM Operating Budget as of November 30, 1998

Steve Dykes, Deputy Director for Administration and Finance, presented the Operating Budget Report. Cumulative five month operating results were ($71,000) – some $716,000 better than budget, owing to stronger resources, lower expenses, and handling Guggenheim expenses for *Picasso* as an expense reimbursement instead of a cost to be offset in the future by payment from the Guggenheim.

The reserve was $1.3 million – up $238,000 from October. Board policy is to maintain a $2 million reserve. The budget plan is to achieve this goal by the end of the fiscal year, based on the success of *Picasso* and the anticipated popularity of *Impressionists in Winter: Effets de Neige.*

Total resources were up $186,000. Support ran ahead of budget due to bigger draw downs of restricted grants and gifts than budgeted. On the revenue side, general admissions, exhibit earned income and member dues continued to beat budget projections, largely on the strength of *Picasso.* Stores were off $67,000 with the *Picasso* store generating a healthy $3.56 per visitor but not *Monet* results of $6.

Personnel expenses trailed budget by $126,000. Other costs were down $404,000 due to expenses incurred slower than planned, the *Picasso* shared cost reimbursement adjustment mentioned above, and de Young planning costs being lower than the budget plan.

While the first half of he year has gone well, the success of the upcoming *Impressionists* and *Victoria and Albert* shows will be essential to close the year in the black.

B. Consideration and Possible Action to Revise the Operating Guidelines of the San Francisco Auxiliary to Change the Deadline Date for New Members from October to November 1 and to Add Dues as a Membership Requirement

Mr. Parker reported that the Executive Committee at its December 10, 1998 meeting approved a change in name for the Fine Arts Museums Auxiliary to the San Francisco Auxiliary of the Fine Arts Museums. This change was made as a courtesy to the suburban auxiliaries. The San Francisco Auxiliary through its Chair, Kay Forster, has requested approval of two revisions to its Operating Guidelines, namely, a change in the deadline date for new members from October to November 1 and to add dues as a membership requirement.

On motion, duly seconded, the Board of Trustees voted unanimously to approve the two revisions to the Operating Guidelines of the San Francisco Auxiliary of the Fine Arts

B. Consideration and Possible Action to Revise the Operating Guidelines of the San Francisco Auxiliary to Change the Deadline Date for New Members from October to November 1 and to Add Dues as a Membership Requirement (continued)

Museums, which change the deadline date for new members from October to November 1 and add dues as a membership requirement.

C. Consideration and Possible Action to Adopt a Resolution Authorizing the Transfer of Stock

RESOLVED, That the Board of Trustees of the Corporation of The Fine Arts Museums (COFAM) does hereby authorize that any two of the following individuals are fully authorized and empowered to sell, assign, transfer, and deliver any and all shares of stock, bonds, debentures, notes, evidences of indebtedness, or other securities now or hereafter standing in the name of or owned by this Corporation and to make, execute, and deliver any and all written instruments necessary or proper to effectuate the authority hereby conferred, including execution of all written instructions necessary for our nominee, Wells Fargo Bank, to implement the transaction.

Authorized Individuals:
Harry S. Parker III
Stephen E. Dykes, Treasurer
Barbara Boucke, Deputy Director for Development
Robert M. Cullison, Controller

On motion, duly seconded, the above resolution was unanimously adopted as **Board Resolution 224.**

Report of the Audit Committee - Richard W. Goss II for Michael E. O'Neill, Chair

A Presentation of the Results of the Draft Combined Financial Statements for the Fiscal Year Ending June 30, 1998 - William G. Ritchie, Partner, PriceWaterhouseCoopers

In the absence of Trustee Michael O'Neill, Chair of the Audit Committee, Trustee Goss introduced William G. Ritchie, Partner of PriceWaterhouseCoopers, who presented the results of the draft Combined Financial Statements for the Fiscal Year Ending June 30, 1998. Mr. Ritchie reported that the audit of the Museums' financial statements for the fiscal year ending June 30, 1998 were successfully completed. The Museums recorded a surplus from its unrestricted operations of approximately $420,000, and the audit resulted in an unqualified opinion. There are no material weaknesses in internal controls, unusual

A **Presentation of the Results of the Draft Combined Financial Statements for the Fiscal Year Ending June 30, 1998 - William G. Ritchie, Partner, PriceWaterhouseCoopers (continued)**

transactions, or changes in significant account policies to report to the Board of Trustees. The audit results were reviewed in detail by the Audit Committee at its meeting on December 10, 1998.

Upon the recommendation of the COFAM Audit Committee, the Board accepted the PriceWaterhouseCoopers Combined Financial Statements of the Fine Arts Museums of San Francisco for the year ending June 30, 1998.

Report of the Annual Support Committee - Mrs. Ray Dolby, Chair and Vice President

With one-half of the current 1998-99 fiscal year at an end, every effort is being made to achieve the $2,655,000 fund raising goal for the fiscal year. Many new members have been added at the $1,000 to $5,000 level, and it is hoped that new prospects will be added to the next level of giving, $5,000 and above. In January and February, members of the Museums' Associates and Friends groups will travel to the Los Angeles County Museum of Art to view *Van Gogh's Van Gogh: Masterpieces from the Van Gogh Museum.*

Report of the Fine Arts Museums Foundation - Charles Crocker, President

Trustee Crocker, President of the Fine Arts Museums Foundation, presented the Endowment Fund Report. At the close of business on January 8, 1999, the Endowment Fund portfolio was valued at $67,714,141. It was invested 60.17% in equities, 37.95% in fixed income, and 1.88% in cash and cash equivalents.

Adjournment - Mrs. Alfred S. Wilsey, President

There being no further business, President Wilsey adjourned the meeting at 5:01 p.m.

Respectfully submitted,

Judy Gough
Executive Secretary
Museums

mbt991

FINE ARTS MUSEUMS of SAN FRANCISCO

Board of Trustees
California Palace of the Legion of Honor
M.H. de Young Memorial Museum

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OFFICIAL MEETING NOTICE

Corporation of The Fine Arts Museums
Board of Trustees

Thursday, June 10, 1999
3:30 p.m.[1]
Board Room
California Palace of the Legion of Honor
Lincoln Park
San Francisco, California

AGENDA

I. Calling of the Meeting to Order - Mrs. Alfred S. Wilsey

II. Calling of the Roll

Trustees:

Del M. Anderson
Mrs. David P. Bancroft
Alvin H. Baum, Jr.
Alix Phillips Becker
George McNear Bowles
Mrs. Philip E. Bowles III
T. Robert Burke
Mrs. Barbara B. Carleton
Charles Crocker
Belva Davis
Mrs. Ray Dolby, Vice President/Annual Support
N. John Douglas

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[1] Or such earlier time as the Fine Arts Museums of San Francisco Board of Trustees meeting ends, but in no event before 3:30 p.m.

II. Calling of the Role (continued)

Morgan Flagg
Mrs. Lynn C. Fritz
Ms. Frankie Jacobs Gillette, Vice President/Civic Affairs
Richard N. Goldman
Mrs. Richard Goodyear
Richard W. Goss II
Mrs. Nancy Hamon
George Hecksher
Beverly James
J. Burgess Jamieson
Ann L. Johnson, M.D.
Stephen L. Johnson
Leonard E. Kingsley
Diane B. Lloyd-Butler, Vice President/Audience Development
Mrs. Peter McBean
Nion McEvoy
J. Alec Merriam, Vice President/Collections
Lorna F. Meyer
Michael W. Michelson
Robert A. Mills
Josie Mooney
Robert P. Morrow III
Walter S. Newman
Steven MacGregor Read, Vice President/Facilities
George R. Roberts
Mrs. Thomas P. Rohlen
Waldemar Rojas
George B. Saxe
Gail P. Seneca
William A. Stimson
Dolores G. Terrazas
Burl A. Toler, Sr.
Vivian Fei Tsen
Sidney R. Unobskey
Carlos Pedro Villa
Marshall I. Wais, Sr.
Mrs. Harry H. Wetzel
Mrs. Charles F. Willis
Mrs. Alfred S. Wilsey, President
Alfred S. Wilsey

II. Calling of the Role (continued)

Absences to be Excused

Non-Voting Officers:

Harry S. Parker III, Chief Executive Officer
Steve Dykes, Treasurer
Judy Gough, Executive Secretary

III. Report of the President - Mrs. Alfred S. Wilsey

A. Consideration and Possible Action to Approve the Minutes of the May 13, 1999 Meeting of the Executive Committee of the Board of Trustees (See Appendix A)
filed under - SF/Fine Arts Museums/ COFFM/ Executive Comm. 99/M minutes

B. Report on the Conceptual Plan to Build a New de Young Museum in Golden Gate Park

C. Report of the Ad Hoc Public Campaign Committee to Build a New de Young Museum in Golden Gate Park

D. Consideration and Possible Action to Adopt a Resolution Approving a Statement of Need and Opportunity for a New de Young Museum in Golden Gate Park, Setting the Fund-Raising Goal, and Launching a Public Campaign to Build a New de Young Museum in Golden Gate Park in the Fall of 1999 (See Appendix B)

WHEREAS, The Board of Trustees of the Fine Arts Museums of San Francisco at its meeting on October 15, 1998 reaffirmed its commitment to build a new de Young Museum in Golden Gate Park to protect the collections; visitors and staff from seismic hazards; and

WHEREAS, In the absence of City funding, The Board of Trustees has recognized that private funds must be utilized to pay for the conceptual planning costs of a new de Young Museum; and

WHEREAS, On January 14, 1999, Herzog and de Meuron Architekten AG was selected to develop a de Young Museum conceptual plan for presentation at the June 10, 1999 meeting of the Board of Trustees; and

III. Report of the President - Mrs. Alfred S. Wilsey (continued)

D. Consideration and Possible Action to Adopt a Resolution Approving a Statement of Need and Opportunity for a New de Young Museum in Golden Gate Park, Setting the Fund-Raising Goal, and Launching a Public Campaign to Build a New de Young Museum in Golden Gate Park in the Fall of 1999 (See Appendix B - continued)

WHEREAS, The Director of Museums has submitted to the Executive Committee a Statement of Need and Opportunity setting forth the rationale and vision for a new de Young Museum in Golden Gate Park; and

WHEREAS, An Ad Hoc Public Campaign Committee has been appointed by the President of the Board of Trustees to assist in the effort to meet the fund raising goal of the Campaign to Build a New de Young Museum in Golden Gate Park; and

WHEREAS, The Ad Hoc Public Campaign Committee is charged with recommending the fund-raising goal and timetable for the Public Campaign to Build a New de Young Museum in Golden Gate Park to commence in the fall of 1999; and

WHEREAS, The Executive Committee at is meeting on May 13, 1999 endorsed the Statement of Need and Opportunity submitted by the Director of Museums and charged the Ad Hoc Public Campaign Committee with recommending a fund-raising goal and timetable for the Public Campaign to Build a New de Young Museum in Golden Gate Park to commence in the fall of 1999 to the Board of Trustees for approval at its June 10, 1999 meeting; now, therefore, be it

RESOLVED, That the Board of Trustees of the Fine Arts Museums approves the Statement of Need and Opportunity submitted by the Director of Museums and upon the recommendation of the Ad Hoc Public Campaign Committee for a New de Young Museum in Golden Gate Park does hereby establish a fund-raising goal and timetable for the Public Campaign to Build a New de Young Museum in Golden Gate Park, which will commence in the fall of 1999.

E. Other Informational Items

IV. Report of the Chief Executive Officer - Harry S. Parker III

A. Report on COFAM Operating Budget as of April 30, 1999 (See Appendix C)

B. Consideration and Possible Action to Adopt an Interim Fiscal Year 1999-2000 Operating Budget (See Appendix D)

WHEREAS, Considerable progress has been made to balance the FY 1999-2000 operating budget by increasing the endowment distribution, raising general admission fees at the Legion, membership dues and facility rental rates, while holding down expenses as much as possible, including a job freeze and deferred professional and management salary raises; and

WHEREAS, Despite responsible budget balancing efforts to date, the budget still has a shortfall of approximately $646,000 before a final Early Retirement Program charge and depreciation expenses; and

WHEREAS, Two key financial impacts will not be known until mid-July 1999 -- namely, (1) savings resulting from the COFAM Early Retirement Incentive Program, and (2) the approval by the Board of Supervisors of the Mayor's budget proposal, which includes the assumption of certain expenses now paid by COFAM; and

WHEREAS, In view of these key unknowns, the COFAM Budget Committee recommends that the Board of Trustees adopts an Interim FY 1999-2000 Operating Budget, and instructs the COFAM Chief Executive Officer to take all necessary actions to bring the budget into balance as soon as possible, and present a final budget plan for adoption at the October 14, 1999 Board of Trustees meeting; now, therefore, be it

RESOLVED, That the Board of Trustees approves the Interim FY 1999-2000 Operating Budget of $13.7 million with a shortfall of approximately $646,000 and instructs the COFAM Chief Executive Officer to take all necessary actions to bring the budget into balance as soon as possible, and present a final budget plan for adoption at the October 14, 1999 Board of Trustees meeting.

C. Status Report on COFAM Early Retirement Plan Offer

D. Consideration and Possible Action to Adopt a Resolution Authorizing the Transfer of Stock

RESOLVED, That the Board of Trustees of the Corporation of The Fine Arts Museums (COFAM) does hereby authorize that any two of the following individuals are fully authorized and empowered to sell, assign, transfer, and deliver any and all shares of stock, bonds, debentures, notes, evidences of indebtedness, or other securities now or hereafter standing in the name of or owned by this Corporation and to make, execute, and deliver any and all written instruments necessary or proper to effectuate the authority hereby conferred, including execution of all written instructions necessary for our nominees, Wells Fargo Bank, Dresdner RCM Global Investors, and Merrill Lynch, to implement the transaction.

Authorized Individuals:
Harry S. Parker III
Stephen E. Dykes, Treasurer
Barbara Boucke, Deputy Director for Development
Robert M. Cullison, Controller

E. Other Informational Items

V. Report of the Budget Committee - William A. Stimson for Richard H. Finn, Chair and Vice President

VI. Report of the Audit Committee - Harry H. Wetzel

A. Consideration and Possible Action to Adopt a Resolution Appointing Auditors

RESOLVED, That PriceWaterhouseCoopers is appointed to audit the combined balance sheet of the Fine Arts Museums of San Francisco (FAM) as of June 30, 1999 and the related combined statements of revenues, expenses and changes in fund balances for the year then ended; and that the combined financial statements will include COFAM, The Fine Arts Museums Foundation (FAMF), and FAM as recorded on the books of the City and County of San Francisco; and be it

FURTHER RESOLVED, That PriceWaterhouseCoopers is also appointed to undertake a COFAM Retirement Plan Audit and a Registration Department Agreed-Upon Procedures Review; and be it

A. Consideration and Possible Action to Adopt a Resolution Appointing Auditors (continued)

FURTHER RESOLVED, That COFAM's share of the audit cost of the combined financial statement for COFAM, FAM and FAMF plus the COFAM Retirement Plan Audit and the Registration Procedures Review will be about $67,050 including out-of-pocket costs.

VII. Report of the Annual Support Committee - Barbara Boucke, Deputy Director for Development for Mrs. Ray Dolby, Chair and Vice President

VIII. Report of the Fine Arts Museums Foundation - Charles Crocker, President

IX. Adjournment - Mrs. Alfred S. Wilsey, President

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M.H. de Young Memorial Museum

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MEMO

To: Board of Trustees
From: Harry S. Parker III
Re: Opportunity for a New de Young Museum in Golden Gate Park

> *"We do not claim today to offer for your criticism a great, full-fledged museum... it was determined to create a nucleus of what someday would be a great museum."*
>
> – March 21, 1895, M.H. de Young at the opening of the Memorial Museum

Today the de Young *is* a great American art museum.

It holds a central place in the cultural life of our community: as the principal collector, steward and exhibitor of some of the City's most important art collections, a center for art education and cultural awareness in the city and the region, and, until recently, the dominant special exhibition center in the west. But where the de Young as an institution has evolved, maturing deliberately into each of these roles, the physical museum has been cobbled together. As an institution we have found our mission as the City's art museum, but the ramshackle complex of seismically and functionally inadequate structures that comprise the current de Young facility must be replaced if we are to pursue this mission successfully into the next century. Our de Young Museum is strong in spirit, but in desperate and immediate need of a new home.

One hundred and five years ago Michael de Young asked the people of San Francisco to accept a series of buildings in the process of becoming a museum. Now we need a new facility for the exceptional museum we've become. We are not building a new de Young out of nostalgia for the old. Instead, we are building the de Young a new home to fully realize and nourish the strengths and traditions that make our institution so vital: diverse collections, imaginative programs and a broad community of people who care deeply about culture in San Francisco.

Just a few years ago, the board turned the necessity of retrofitting the Legion of Honor into an occasion for the rejuvenation of the museum. Now the time has come to turn our energies to the de Young.

What began as an obligation has become an opportunity.

Administrative Offices
233 Post Street, San Francisco, CA 94108-5003
tel: 415.750.3661 fax: 415.750.7686

A Storied Past, A Bright Future

The Museum in the Park

Over the last one hundred years, the de Young, the Academy, the Tea Garden, the Conservatory and Strybring Arboretum have helped turn the park into one of the richest and most vibrant urban oases in the world. These institutions, including the de Young have become integral to San Franciscans' idea of what Golden Gate Park is for: nature, recreation *and* culture. According to The San Francisco Partnership for Parks' 1998 report, for example, 73% of Bay Area residents polled would rather visit the de Young Museum and the Academy of Sciences in Golden Gate Park than downtown.

Recently, San Franciscans have also come to realize that these institutions play another important role in the park. They help anchor public attention and resources: both of which are critical to making the park safe and clean for all San Franciscans. As the San Francisco Museum of Modern Art and Pacific Bell Park have consolidated the city's crusade for urban renewal south of Market, so the new de Young, along with renovations of the Academy and Conservatory, will serve to rejuvenate Golden Gate Park. The new park-friendly de Young is designed specifically to revitalize the idea of the "museum in the park." The new design harmonizes the de Young with the concourse and the park as effectively as SFMOMA's building suits the downtown.

Finally, the unique environment that now exists in the park, with the blending of nature and culture, has made it a centerpiece of the city's educational infrastructure. The same San Francisco Partnership for Parks report found that "educators expressed a nearly unanimous preference for the Golden Gate Park location [for the de Young and the Academy]." Today we have made it a civic value to unite nature and culture in Golden Gate Park because we know that it is critical to our children's education and our quality of life.

Golden Gate Park will always be subject to competing priorities, budgetary constraints, enthusiastic use and, inevitably, natural disaster. The new de Young will be a positive and stabilizing force in and for the park.

Bringing the World to San Francisco

From its beginnings in the California Midwinter Exposition, the de Young has connected San Francisco to the world, and our city's communities to each other, through its collections, exhibitions and programs.

Collections
The de Young's collections have come a long way from the days when they consisted of "23,000 stuffed birds, and eggs of every biped that ever had wings," a German World War I battle plane and the skin of a flying squirrel. Today, the de Young houses outstanding collections of Arts of the Americas, textiles, and art from Oceania and

Africa. Over the years, the de Young has built these collections through gift, bequest and purchase.

These prestigious collections have come to San Francisco because the de Young has always inspired confidence in donors wanting to invest their collections on behalf of the people of the western United States. A new de Young is, perhaps, the best investment we will ever make in collection development for the future. As we have seen with SFMOMA, new museums are magnets for new collections. Only a new building will ensure that the de Young remains *the* place where prominent national collections find a home on the west coast.

In addition to being a stronger lure for new collections and a safer and more hospitable home for the City's art, a new de Young will enable us to use the collections to make a progressive and compelling case for an integrated portrayal of the arts of the Americas as a dynamic collective narrative ranging from the ancient civilizations of Mesoamerica to contemporary America.

Exhibitions

The de Young has been a leader and model for the international rise of the special exhibition, beginning with the spectacular success of the California Midwinter Exposition and its successors the Panama-Pacific International Exposition (1915) and the Golden Gate International Exposition (1939-40) and continuing through every decade of this century right up to the exhibitions we are still familiar with today. From The Treasures of Tutankhamun (1979) to The New Painting: Impressionism (1986), and Teotihuacan: City of the Gods (1993), the de Young's exhibition program has been San Francisco's window on the world. De Young exhibitions have supported the careers of great California artists such as Wayne Thiebaud and Richard Diebenkorn, revived and stimulated interest in ancient and native cultures, and nourished the public's interest in archaeology, history and art.

Major traveling exhibitions are the world's premier vehicles for cross-cultural dialogue and one of the engines of the cultural tourism so important to San Francisco's economic well-being. The de Young has excelled in organizing and drawing the most compelling and meaningful of these shows. In this it has always reflected the uniquely inquisitive, discerning and diverse nature of San Francisco and its citizens.

Programs

Public education and enrichment is the reason that museums, including the de Young, were created. For decades the de Young has been at the forefront of the movement among American museums to educate the public through art. Our educational and community programs are among the most progressive, the most accomplished and the most comprehensive in the country: Free School Tours, Doing & Viewing Art, the Museum Ambassador Program, Poets-in-the-Galleries, the Education Resource Center, Gallery One, classes and workshops for high school students, college students and teachers, community lectures and tours, Big Kids/Little Kids. On the other side of the spectrum, the Museum's community-based exhibition planning committees have broken

new ground in using the Museum's exhibition program to strengthen the ties between the Museum and the communities we serve.

Taken together these programs have earned the de Young recognition as a national leader in arts education and community outreach. It is no accident that every 5th grader in the city visits the de Young as part of their curriculum. A new de Young is essential to ensuring that we will continue to be a leader among museums in serving the educational needs of our constituencies.

Our Common Ground

The traditional view of the role museums play in society relates primarily to preserving our cultural heritage, with "our," not deliberately but almost inevitably, relating to whoever founded the museum, and "heritage" meaning whatever was most important to them. Through accident of birth and the unique spirit of San Francisco, the de Young is different. It wasn't built to house someone's collection, or collect a particular kind of art or artifact or to teach the public the value of a certain aesthetic over another. It was born out of the idea that San Francisco and its citizens should engage the world. And even though the de Young has left the "cabinet-of-curiosities" model behind and become home to the City's art, it retains a unique sense of wonder and openness, and an all-inclusiveness it had when it was still the City's "attic."

The de Young Museum tradition is the belief that the City needs a common ground where— through art—the usual boundaries that separate us from each other: culture, creed, race and all the others, become bridges that connect us. In the new de Young, this unique character, this remarkable tradition, this uncompromising dedication to access will be integrated into the very structure of the building itself.

A Summary Case for the New De Young

The new de Young will:

- integrate the museum into the park and the park into the museum, revitalizing the idea of the "museum in the park";
- make the arts and education key partners in the overall renewal of Golden Gate Park;
- tell the story of the arts of the Americas as it's never been told before – as a dynamic collective narrative ranging from the ancient civilizations of Mesoamerica to contemporary America;
- connect San Francisco to the world through its diverse collections and important visiting exhibitions;
- affirm that art truly matters to all of us, as individuals and as communities;
- be a landmark American museum to honor the City's greatest strength, its diversity.

The new de Young will serve as a model for how museums can better integrate diverse collections, facilitate the crossing of boundaries that have traditionally kept art compartmentalized in rigid categories, and allow for the greatest understanding of our pluralism. It will be the ideal blend of the museum's rich traditions and progressive ideas. Its distinctive identity will be reflected in the uniqueness of its exhibitions and programs, as well as the building itself—the hallmark of all great museums.

Our vision for this new de Young will secure a lasting legacy for San Francisco and the hundreds of thousands of visitors the Museum attracts each year. It will not be long before everyone will be able to look out from the tower of the new de Young, to all parts of the city: to Lincoln Park and Golden Gate Bridge, to downtown and the financial district, Mount Sutro and the Mission, and to Ocean Beach and the Avenues and get the full sense that their visit to the de Young has brought them into the heart of San Francisco.

Summary Notes
COFAM FY 1999-2000 Interim Operating Budget Proposal
3 June 1999

Overview

Coping with the underlying structural deficit caused by the de Young, which can no longer house major exhibitions, will continue to be the fundamental fact of the Museums' financial situation until a new museum is built.

Next fiscal year, the Legion will host *The Treasures of St. Francis of Assisi* (7/24 – 10/24/99), *Georgia O'Keefe: The Poetry of Things* (2/19 – 5/14/00), and *Wayne Thiebaud* (6/10 – 9/3/99). The de Young will feature the *Saxe Collection* (6/26 – 10/17/99), *Artists Envision the New de Young* (11/10/99 – 3/12/00), and *Bruce Conner* (5/21 – 7/30/00). Total attendance without the third venue for the *Impressionists* show is forecast to be about 695,000 compared to the 824,200 estimated for FY 98-99.

Considerable progress has been made to balance the FY 99-00 COFAM operating budget from a bottom line shortfall projection last fall of $1.9 million to the current shortfall of $646k before a Early Retirement Program results and depreciation expenses.

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This progress has been achieved by increasing the endowment distribution, raising general admission fees at the Legion, membership dues, and facility rental fees. Expenses have been held down as much as possible, including a job freeze and deferred professional and management salary raises. However, two key financial impacts will not be known until mid-July 1999 at the earliest – namely, 1) ongoing savings from the COFAM Early Retirement Incentive Program by eliminating some vacated positions; and 2) Board of Supervisors' approval of the Mayor's budget proposal, which includes the assumption of $595k of certain COFAM expenses.

Under these unusual circumstances, the COFAM Budget Committee has recommended that the Board of Trustees adopt an interim FY 99-00 operating budget, with the instruction that the COFAM Chief Executive Officer take all necessary actions to bring the budget into balance as soon as possible, and present a final balanced budget plan for adoption at the October 1999 Board meeting.

# # #

The following notes highlight major resource and expense items in the same format as the monthly budget reports. For the numbers-oriented, the

budget document is backed by appendices, which explain where the summary numbers came from.

Support – $5.7 Million

Annual Contributions have a $2,665k goal, up a titular $10k from the current year, recognizing that this is a steep goal because the de Young capital campaign will be occurring at the same time.

Foundation Endowment Support at $1,638 is up $363k by changing the distribution percentage to 4.5% from 4% on a 24-month trailing average value at 3/31/99, which captures a period of extraordinary stock appreciation.

Specified Funds includes a $100k line for grants and gifts to be raised for exhibitions. All the other specified funds lines are known restricted grants and donations. New de Young planning funds and expenses have been pulled from the operating budget to the Plant Fund (capital budget) to recognize that next fiscal year the project moves from conceptual planning to design development.

COFAM Investment Income at $150k is earned on sort-term cash investments, managed by Wells Fargo, plus interests from gifts of bonds, which by their terms cannot be sold at this time.

Revenue – $7.4 Million

The visitor forecast drives general admission revenue, special exhibition fees, store sales and café concession fees. Predicting the number of visitors is based on recent attendance patterns and anticipated exhibition popularity. It's not a science; it's a judgement call. And it can go wrong as with the *Impressionts* show.

For next year, total attendance is projected to be 695k with 420k museum goers at the Legion; 275k at the de Young / Asian. Effective July 1st admission fees go up $1 at the Legion as part of budget balancing efforts: $8 adults, $6 seniors, $5 youths, and children under age 12 continue to be free, as are members, San Francisco K-12 students, and educational groups. No fee increases occur at the de Young because of the limited traveling exhibit schedule.

The Legion is currently running 44.9% paid, compared to the de Young at 38.6%. While all Legion fees go to COFAM, de Young / Asian fees are split 50-50 between COFAM and the Asian Art Museum Foundation.

General Admissions revenue is pegged at $1,656k up $59k because of the Legion fee increase. In turn, forecast attendance of 695k yields **Store**

Gross Profits of $844k and a net of about $318k. **Food and Beverage Concession Fees** at $148k are close to the current year.

Facility Rental Gross Income at $720k is up $76k because of higher fees to offset higher security costs. Next year 57corporate rentals are expected to gross $570k; and 104 Legion Café and Gould Theater rentals should generate $150k. Rental rates were increased on 1/1/99 by $1,000 taking two hour museum viewings to $8,500 and four hours to $10,500.

Benefits Gross Income at $144k generated from the Christmas Gala, assuming a $50k corporate sponsor.

Exhibition Program Earned Income at $226k is based on a $2 surcharge for both the O'Keefe and Thiebaud shows plus audio tour income.

Membership Dues income is based on 43k members, compared to 53k currently. Fewer members result from the combination of returning to a "normal" exhibition program and price resistance to raising dues. Dues will go up July 1st as follows: Participating (single) to $60 from $50, Contributing to $125 from $100, Family to $70 from $60, and ArtPoint to $85 from $75. Current members may renew at the old rates before December 31st. In the end, forecast revenues for next year are $2,617 down $233k from the FY 98-99.

Conservation Service Fees are generated from outside lab clients. Fee income is offset by additional lab expenses, the Museums gain some conservator time for the permanent collections and travelling exhibitions. **Development Trip Fees** and expenses are budgeted to break even. **Publications Sales Net** is income from the sale of the Museums' own publications, especially exhibition catalogues for FAM-organized shows. **Other Fees** run the gamut from docent lecture fees to photo reproduction use rights.

Personnel Expenses – $7.5 Million

The interim budget has a combined COFAM / City ongoing workforce of 178 employees -- 93 are on COFAM's payroll, and 85 are on the City's. The COFAM job count is down two before Early Retirement Plan position savings are known in July. The number of City positions is up by 9.5 positions for new guards to staff the special exhibit galleries in both museums to end the practice of COFAM augmenting the guard force with contract employees. However, the request for an additional 9 more guards to improve permanent gallery security was not approved.

COFAM union wages go up 1.75% on July 1st, and up another 1.5% on December 26th. To help with budget balancing, there will be no promotions

or raises at this time for professional and management employees. Benefit costs are close to the current year.

Other Expenses -- $6.2 Million

Other expenses are running about $195k higher than FY 97-98, excluding new de Young planning costs. The exhibit program line is down substantially and reflects a more "normal" program. And as mentioned earlier, new de Young planning expenses have been moved from the operating budget to the plant fund (capital budget).

Other expense detail at the department and project level will be available with the final budget proposal in October.

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COFAM FY 1999-2000 Interim Budget Proposal

3 June 1999

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Appendix D

COFAM INTERIM BUDGET PROPOSAL - FISCAL YEAR 99-00

$ in thousands	(1) FY 97-98 Actual	(2) 98-99 Rolling Forecast 5/10/99	(3) FY 99-00 Interim Proposal	Variance to FY 98-99 Rolling	Notes
SUPPORT & REVENUE					
Support					
1) Annual Contributions	3,041	2,655	2,665	10	See Appendix A page 5.
2) Bequests and Major Unrestricted Gifts	638	-	-	-	
3) Foundation Endowment Support	1,109	1,275	1,638	363	To 4.5% from 4% on two year average market value.
4) Specified Funds					See Appendix B page 6.
--Curatorial/Conservation	452	502	398	(104)	
--Publications	-	70	75	5	
--Exhibitions	298	463	274	(189)	See Appendix C pages 7 and 8.
--Education Programs	354	448	363	(85)	
--New deYoung Planning	602	723	-	(723)	New deYoung to Plant Fund.
--General	103	70	37	(33)	
--Gifts and Grants To Be Raised	-	-	100	100	Exhibition support.
Subtotal Specified Funds	1,809	2,276	1,247	(1,029)	
5) COFAM Investment Income	152	140	150	10	
Subtotal Support	6,748	6,346	5,700	(646)	

COFAM INTERIM BUDGET PROPOSAL - FISCAL YEAR 99-00

$ in thousands	(1) FY 97-98 Actual	(2) 98-99 Rolling Forecast 5/10/99	(3) FY 99-00 Interim Proposal	Variance to FY 98-99 Rolling	Notes
Revenue					
6) Museum Store Sales	2,051	2,911	1,968	(943)	See Appendix D page 9.
Less Discounts	(102)	(128)	(98)	30	
Less Cost of Goods	(1,076)	(1,526)	(1,017)	509	
Less Commissions and Royalties	(2)	(73)	(9)	64	
Gross Profit	871	1,184	844	(340)	
7) Facilities Rental Gross	594	644	720	76	Corporate Evenings $570K, Legion Café/Theater $150K
8) Benefits Gross Income	244	69	144	75	Christmas Party
9) General Admissions COFAM Net	1,472	1,597	1,656	59	See Appendix E page 10. Legion fees up $1.
10) Food & Beverage Concession Fees	158	153	148	(5)	See Appendix F page 11.
11) Exhibition Program Earned Income	425	1,761	226	(1,535)	See Appendix C pages 7 and 8.
12)FAM Membership Dues	2,341	2,850	2,617	(233)	See Appendix G page 12. Raises dues. Member count drops to 43K from 53K.
13) Conservation Services	321	352	379	27	
14) Miscellaneous					
--Development Trip Fees	216	213	213	1	
--Publication Sales Net	162	140	68	(72)	
--Other Fees	375	452	365	(87)	See Appendix H page 13.
Subtotal Revenue	7,178	9,414	7,380	(2,034)	
Total Support & Revenue	13,926	15,760	13,080	(2,680)	

COFAM INTERIM BUDGET PROPOSAL - FISCAL YEAR 99-00

$ in thousands	(1) FY 97-98 Actual	(2) 98-99 Rolling Forecast 5/10/99	(3) FY 99-00 Interim Proposal	Variance to FY 98-99 Rolling	Notes
EXPENSES					
Personnel Expenses					No professional and managerial salary increase. Union wage increases: @ 7/1 = 1.75% @ 12/26 = 1.5%.
15) Curatorial					
Curatorial/Conservation/Education	2,272	2,357	2,443	86	
Project Funded/Term Employees	451	577	490	(87)	
Exhibit Group	777	848	897	49	
Exhibit Program Temporary Labor	152	409	276	(133)	
16) Development					
Development - General	480	501	533	32	
Membership	345	503	427	(76)	
17) Administration					
Administration General	1,153	1,276	1,278	3	
Media Relations & Advertising	465	280	285	6	
New deYoung Planning	169	192	-	(192)	New deYoung to Plant fund.
Operations Group	200	337	343	6	
Stores	482	526	455	(71)	
Facilities Rental	190	244	81	(163)	
Subtotal Personnel	7,135	8,049	7,508	(541)	

COFAM INTERIM BUDGET PROPOSAL - FISCAL YEAR 99-00

$ in thousands	(1) FY 97-98 Actual	(2) 98-99 Rolling Forecast 5/10/99	(3) FY 99-00 Interim Proposal	Variance to FY 98-99 Rolling	Notes
Other Expenses					
18) Curatorial					
Curatorial/Conservation/Education	573	772	756	(16)	
Publications	(2)	50	75	25	
Exhibit Group	107	127	114	(13)	
Exhibit Program	1,277	2,601	1,233	(1,368)	
19) Development					
Development - General	601	708	694	(14)	
Benefits	115	11	99	88	
Membership	403	477	461	(16)	
Magazine / Guide	243	239	337	98	
20) Administration					
Administration General *	1,468	975	1,093	118	
Media Relations & Advertising	453	436	422	(14)	
New deYoung Planning	432	531	-	(531)	New deYoung to Plant fund.
Operations Group	559	574	595	21	
Stores	86	134	68	(66)	
Facilities Rental	31	73	271	198	
Subtotal Other Expenses	6,345	7,708	6,218	(1,490)	
Total Expenses	13,480	15,757	13,726	(2,031)	
SUPPORT & REVENUE OVER EXPENSES	**446**	**3**	**(646)**	**(649)**	Before early retirement plan results (FY 98-99 & 99-00) and City budget assumption of certain COFAM expenses (FY 99-00).
LESS PLANT FUND DEPRECIATION	(388)	(390)	(400)	(10)	
	59	(387)	(1,046)	(659)	

* FY 97-98 Administration Other Expenses include $560K for bond campaign.

$ in thousands

Contribution Categories	(1) FY 91-92 Actuals	(2) FY 92-93 Actuals	(3) FY 93-94 Actuals	(4) FY 94-95 Actuals	(5) FY 95-96 Actuals	(6) FY 96-97 Actuals	(7) FY 97-98 Actuals	(8) FY 98-99 Budget	(9) FY 99-00 Goals
1) Associates ($5,000 and up)	888	968	928	1,002	1,066	1,416	2,059	1,500	1,550
2) Patrons ($2,500 - $5,000)	0	0	0	0	25	68	100	100	130
3) Friends ($1,000 - $2,500)	165	162	166	212	360	394	399	450	475
4) National Council/Other	85	7	10	18	49	61	62	55	60
5) Mail Drive	181	163	170	109	182	114	146	150	105
6) Phone Campaign	190	140	92	120	11	77	10	150	95
7) Business	108	127	64	71	98	117	132	150	150
8) Foundations	64	54	59	91	88	79	134	100	100
	1,681	1,621	1,489	1,623	1,879	2,326	3,042	2,655	2,665

DESCRIPTION	Project #	BUDGET	SOURCE
CURATORIAL			
AMERICAN ART PERSONNEL COSTS		233,959	ROOT
CONSERVATION PERSONNEL (25% PTGS/OBJECTS)		64,372	ROOT
AMERICAN ART NON-AAA MICROFILM AND BOOKS	750	12,321	PERRY/BARCLEY
EUROPEAN FURNITURE CONSERVATION	786	8,000	VIELLES MAISON $2K, SCHUMACHER - $3K, TIBURON - $1K
AMERICAN COLLECTION IMAGING	816	27,000	ROCKEFELLER - $12K, CAC - $15K
CONSERVATION SUPPORT		25,900	COOK - (FAMF)
RARE BOOK AND PORTFOLIO STORAGE	825	25,000	McNEIL
TAC CONSERVATION INTERN	742	3,000	TAC
TOTAL CURATORIAL		397,552	
PUBLICATIONS			
GUIDE TO THE EUROPEAN GALLERIES	342	40,000	MELLON ENDOWMENT INCOME
ANDERSON COLLECTION	364	5,000	MELLON ENDOWMENT INCOME
WIEDERSPERG COLLECTION	358	30,000	MELLON ENDOWMENT INCOME
		75,000	
EXHIBITIONS			
BRUCE CONNER	178	75,000	ROOT
WAYNE THIEBAUD	144	75,000	ROOT
ST FRANCIS OF ASSISI	172	96,000	BURKE - $25K, A WILSEY - $25K, OSHER - $25K, M WILSEY - $10K, McWILLIAMS - $5K, DOLL - $5K, LIPPI - $1K
KIRILI	126	3,300	FRENCH CULTURAL GRANT
HERZOG AND de MEURON MODEL	126	25,000	NEW deYOUNG FUND
TOTAL EXHIBITIONS		274,300	
EDUCATION PROGRAMS			
EDUCATION PROGRAM - GENERAL		114,980	CALIFORNIA ARTS COUNCIL (CAC)
SCHOOL PROGRAM - GENERAL		28,900	HEARST - $18.8K, HARRISON - $7.4K, CAC - $700
POET IN THE GALLERIES	734	13,000	CAC - $5K, HARRISON - $5K, HEARST $6K
MUSEUM AMBASSADORS		92,700	ADAMS - $42.2, HEARST - $5K, LURIE - $2.5K, CAC - $19K, GAP - $10K, PUFFIN - $10K, GELLERT - $4K
DOING AND VIEWING		1,500	CAC - $1,500
GALLERY 1	756	11,000	CAC(SL)
RESOURCE CENTER FOR EDUCATORS	762	32,750	CAC(SL)
ARTISTS' STUDIO	801	34,950	CAC(SL) - $35K
COLLEGE STUDIES SLIDES	827	12,500	McNEIL - $12.5K
BRADLEY ORGAN CONCERTS AND LECTURES	701	23,000	BRADLEY
TOTAL EDUCATION		383,280	
GENERAL			
de YOUNG TUESDAYS	719	12,000	ESSEY
FIRST WEDNESDAY EVENINGS	714	25,348	ESSEY
TOTAL GENERAL		37,348	
GIFTS AND GRANTS TO BE RAISED		100,000	
GRAND TOTAL		1,247,480	

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Appendix "C" Exhibition Program FY 1999-2000

		v e n u e	(1) Runs		(2) Cost		(3) Gifts and Grants		(4) Income		(5) Nets	
					Original	Revised	Original	Revised	Original	Revised	Original	Revised
	In-House Exhibitions											
1	Theater and Dance Collection (for Nancy Baer) (118)	D	01-May-99	05-Sep-99	1,900						(1,900)	
2	Claes Oldenberg (182)	L	05-Jun-99	19-Sep-99	-						0	
3	Francis Bacon (108)	L	12-Jun-99	02-Aug-99	8,379						(8,379)	
4	Saxe Collection (183)	D	26-Jun-99	17-Oct-99	21,945						(21,945)	
5	The Treasury of St. Francis of Assisi (172)	L	24-Jul-99	24-Oct-00	241,197		96,000	Burke, A. Wilsey, Osher, M. Wilsey, McWilliams, Doll, Lippi			(145,197)	
6	Wedding Dresses from Permanent Collection (136)	D	07-Aug-99	20-Feb-00	5,925						(5,925)	
7	Logan Book Gallery (3 rotations) (185)	L	ongoing		9,000						(9,000)	
8	Reinatall Legion Gallery 1 (166)	L	28-Aug-99	ongoing	5,500						(5,500)	
9	Anderson: Richard Diebenkorn's 41 Etchings (120)	L	25-Sep-99	30-Jan-00	13,750						(13,750)	
10	Alain Kirili:Dialogue with Rodin (128)	L	09-Oct-99	02-Jan-00	30,503		3,300	Fr. Cult. Grant			(27,203)	
11	Gantner-Myer Collection of Aboriginal Art (180)	L	18-Sep-99	09-Jan-00	124,031		0	Net.com			(124,031)	
12	Art for Elders	D	28-Sep-99	03-Oct-99	-						0	
13	Herzog and de Meuron Model (128)	D	14-Oct-99	02-Jan-00	25,000		25,000	New de Young			0	
14	The Wiederaperg Collection (189)	D	30-Oct-99	02-Apr-00	66,570						(66,570)	
15	Artists Envision the de Young (Helfand) (187)	D	20-Nov-99	12-Mar-00	99,383						(99,383)	
16	Narratives of African Am. Art: David Driskell (113)	D	20-Nov-99	13-Feb-00	48,720						(48,720)	
17	Leonard Baskin (131)	D	Jan 22-00	15-Apr-00	9,000						(9,000)	
18	Anderson: Legendary Lithography:Prints from ULAE(117	L	05-Feb-00	14-May-00	12,250						(12,250)	

Continued

Appendix "C" Exhibition Program FY 1999-2000

		v e n u e	(1) Rune		(2) Cost		(3) Gifts and Grants		(4) Income		(5) Note	
					Original	Revised	Original	Revised	Original	Revised	Original	Revised
19	Georgia O'Keeffe: Poetry of Things (103)	L	19-Feb-00	14-May-00	318,083			Claritin reimb.	193,160		(122,923)	
									300/hour adm., 60% paid @ $2, $20k audio			
20	Costumes (TBA) (151)	D	01-Feb-00	01-Aug-00	4,675						(4,675)	
21	Hands and Minds (education exhibition)	D	11-Mar-00	15-Apr-00	3,800						(3,800)	
22	Bouquets to Art	L	14-Mar-00	18-Mar-00	-						0	
23	John Gutmann Bequests (137)	D	29-Apr-00	06-Aug-00	9,250						(9,250)	
24	Textiles: Recent Acquisitions (138)	D	05-May-00	01-Nov-00	5,000						(5,000)	
25	Youth Arts Festival	D	02-May-00	14-May-00	-						0	
26	Bruce Conner (178)	D	21-May-00	30-Jul-00	185,995		75,000	Root			(110,995)	
27	Wayne Thiebaud (144)	L	10-Jun-00	03-Sep-00	250,387		75,000	Root	32,570		(142,817)	
									175/hr adm., 60% paid @ $2, $8k audio			
28	Achenbach Recent Acquisitions	L	TBA	TBA	10,000						(10,000)	
29	Grants and Gifts To Be Raised						100,000				100,000	
			Subtotal In-House Exhibits		1,508,243	-	374,300	-	225,730	-	(908,213)	0
	FAM Travelling Exhibitions											
30	Ancient Glass from the Holy Land (may travel to DC)											
31	Thiebaud (travels in 00/01)										0	
32	Charles Jones (hope to travel)										0	
33	Gantner Myer (hope to travel)										0	
	Subtotal Traveling Tours				-	0	0	0	0	0	0	0
	Total In House and Traveling Exhibitions				1,508,243	0	374,300	0	225,730	0	(908,213)	0
			Temporary Exhibition Personnel Costs =			275,690						
			Other Expense		=	1,232,553						
			TOTAL			1,508,243						

1. DeYOUNG STORE		
DOLLARS PER HEAD BASED ON 7/98 -3/99 ACTUALS		$1.85
DEYOUNG VISITORS PROJECTION		275,000
DeYOUNG SALES	509,850	
DISCOUNTS @ 6%	(30,591)	
COGS @51%	(260,024)	
NET DeYOUNG SALES	219,236	

2. LEGION STORE		
DOLLARS PER HEAD BASED ON 7/98 -3/99 ACTUALS		$2.02
LEGION VISITORS PROJECTION		420,000
LEGION SALES	848,400	
DISCOUNTS @ 5%	(42,420)	
COGS @52%	(441,168)	
NET LEGION SALES	364,812	

3. MERCHANDISING SALES	
WHOLESALE	100,000
COGS @ 63%	(63,000)
COMMISSIONS @ 9%	(9,000)
	28,000
ROYALTIES	4,850

4. O'KEEFFE STORE - 2/19/00 - 5/14/00		
DOLLARS PER HEAD		$3.50
O'KEEFFE VISITORS PROJECTION		144,300
O'KEEFFE SALES	505,050	
DISCOUNTS @ 5%	(25,253)	
COGS @50%	(252,525)	
NET O'KEEFFE SALES	227,273	

SELECTED EXHIBITION GROSS STORE SALES PER VISITOR

GREAT DUTCH PAINTINGS 2/91 - 5/91	1.73
ARMS AND ARMOR 2/92 - 5/92	2.49
TEOTIHUACAN 5/93 - 10/93	2.27
DEAD SEA SCROLLS 2/94 - 6/94	2.45
MONET AT GIVERNY 3/95 - 6/95	6.35
AUDUBON 2/96 - 4/96	2.40
FABERGE 5/96 - 7/96	8.06
BEAT CULTURE 10/96 - 12/96	1.69
LARCO - PERU 5/97 - 8/97	3.75
UTRECHT 9/97 - 11/97	1.65
HARLEM 1/98 - 3/98	3.51
PICASSO 11/98 - 1/99	3.61
IMPRESSIONISTS IN WINTER 1 - 5/99	5.92

7. TOTAL STORE SALES	
SALES	1,968,150
DISCOUNTS @ 5%	(98,264)
COGS @ 53%	(1,016,717)
COMMISSIONS & ROYALTIES	(9,000)
TOTAL NET SALES	844,170
PERSONNEL COSTS	458,000
OTHER EXPENSES	68,000
TOTAL EXPENSES	526,000
NET PROFIT FROM OPERATIONS	318,170

APPENDIX E - ADMISSIONS REVENUE - FY 1999 - 2000

ADMISSION FEES	Legion	deYoung/ Asian
Adult	$6	$7
Senior	6	5
Junior	5	4
Annual Student Pass	10	10
Children under 12	Free	Free

deYoung revenue based on $2.56 per visitor. Based on actuals July 1998 - March 1999.

Legion revenue based on $3.43 per visitor.

Legion Admission Fee Increase caculated as follows
July 1998 - March 1999 = 2.98 per visitor with 45.1 % paid
45.1% X $1.00 =$.45, $2.98 + $.45 = $3.43

	Jul-99	Aug-99	Sep-99	Oct-99	Nov-99	Dec-99	Jan-00	Feb-00	Mar-00	Apr-00	May-00	Jun-00	TOTALS
DEYOUNG VISITORS	25,000	30,000	20,000	20,000	20,000	25,000	20,000	20,000	20,000	20,000	25,000	30,000	275,000
ATTRACTIONS	Saxe	Saxe	Saxe	Saxe	Weldereperg Millennium	Weldereperg Millennium	Weldereperg Millennium	Weldereperg Millennium	Weldereperg Millennium		Conner (30%)	Conner	
LEGION VISITORS	30,000	40,000	30,000	30,000	20,000	25,000	20,000	40,000	60,000	55,000	35,000	35,000	420,000
ATTRACTIONS	Bacon	St Francis	St Francis Gartner-Meyer	St Francis Gartner-Meyer	Gartner-Meyer	Gartner-Meyer		O'Keaffe (50%)	O'Keaffe Bouquets	O'Keaffe	O'Keaffe(50%)	Thiebaud(50%)	
												TOTALS	695,000
DEYOUNG ADMISSIONS REVENUE	$64,000	$76,800	$51,200	$51,200	$51,200	$64,000	$51,200	$51,200	$51,200	$51,200	$64,000	$76,800	$704,000
LESS DEYOUNG ADMISSIONS EXPENSE	(7,600)	(7,600)	(7,600)	(7,600)	(7,600)	(7,600)	(7,600)	(7,600)	(7,600)	(7,600)	(7,600)	(7,600)	(91,200)
DEYOUNG ADMISSIONS NET	56,400	69,200	43,600	43,600	43,600	56,400	43,600	43,600	43,600	43,600	56,400	69,200	612,800
LEGION ADMISSIONS REVENUE	102,900	137,200	102,900	102,900	68,600	85,750	68,600	137,200	205,800	188,650	120,050	120,050	1,440,600
LESS LEGION ADMISSIONS EXPENSE	(7,600)	(7,600)	(7,600)	(7,600)	(7,600)	(7,600)	(7,600)	(7,600)	(7,600)	(7,600)	(7,600)	(7,600)	(91,200)
LEGION ADMISSIONS NET	95,300	129,600	95,300	95,300	61,000	78,150	61,000	129,600	198,200	181,050	112,450	112,450	1,349,400
COFAM SHARE OF GENERAL ADMISSIONS = 100% Legion and 50% deYoung/Asian	123,500	164,200	117,100	117,100	82,800	106,350	82,800	151,400	220,000	202,850	140,650	147,050	1,655,800
CUMULATIVE	123,500	287,700	404,800	521,900	604,700	711,050	793,850	945,250	1,165,250	1,368,100	1,508,750	1,655,800	1,655,800
AAM SHARE OF GENERAL ADMISSIONS = 50% deYoung Asian	28,200	34,600	21,800	21,800	21,800	28,200	21,800	21,800	21,800	21,800	28,200	34,600	306,400
CUMULATIVE	28,200	62,800	84,600	106,400	128,200	156,400	178,200	200,000	221,800	243,600	271,800	306,400	

Recent Attendance	Legion	deYoung/Asian	Totals
FY 93-94 Actual	0	606,586	606,586
FY 94-95 Actual	0	662,136	662,136
FY 95-96 Actual	406,482	491,206	897,688
FY 96-97 Actual	352,450	570,900	923,350
FY 97-98 Actual	357,153	314,943	672,096
FY 98-99 Forecast	377,700	310,000	687,700 + 136,500 Impressionism @ YBG Center for Arts = 824,200 visitors

Exhibition Assumptions

O'Keefe	Legion 2/19/00 - 5/14/00	300 visitors / hour = 144,300 attendance with 60% paid.
Thiebaud	Legion 8/10/00 - 9/3/00	175 visitors / hour = 20,475 attendance with 60% paid during fiscal year 99-00.

CAFE SALES PER PERSON BASED ON JULY - MARCH 1999

DeYOUNG	$1.25
LEGION	$1.75

CAFE CATERING PER MONTH BASED ON JULY - MARCH 1999 AVERAGE

DeYOUNG	$4,298
LEGION	$50,776

MONTH	DeYOUNG ATTENDANCE	DeYOUNG SALES	DeYOUNG CATERING	TOTAL DeYOUNG	LEGION ATTENDANCE	LEGION SALES	LEGION CATERING	TOTAL LEGION
JULY	25,000	$31,250	$4,298	$35,548	30,000	$52,500	$50,776	$103,276
AUGUST	30,000	37,500	4,298	41,798	40,000	70,000	50,776	120,776
SEPTEMBER	20,000	25,000	4,298	29,298	30,000	52,500	50,776	103,276
OCTOBER	20,000	25,000	4,298	29,298	30,000	52,500	50,776	103,276
NOVEMBER	20,000	25,000	4,298	29,298	20,000	35,000	50,776	85,776
DECEMBER	25,000	31,250	4,298	35,548	25,000	43,750	50,776	94,526
JANUARY	20,000	25,000	4,298	29,298	20,000	35,000	50,776	85,776
FEBRUARY	20,000	25,000	4,298	29,298	40,000	70,000	50,776	120,776
MARCH	20,000	25,000	4,298	29,298	60,000	105,000	50,776	155,776
APRIL	20,000	25,000	4,298	29,298	55,000	96,250	50,776	147,026
MAY	25,000	31,250	4,298	35,548	35,000	61,250	50,776	112,026
JUNE	30,000	37,500	4,298	41,798	35,000	61,250	50,776	112,026
TOTALS	275,000	$343,750	$51,552	$395,302	420,000	$735,000	$609,312	$1,344,312

CONCESSION FEE SCHEDULE
FISCAL YEAR 1999/00

MONTH	CONCESSION FEES @ 6%	TOTAL REVENUE OVER $55K	CONCESSION FEES @ 10%	TOTAL CONCESSION FEES
JULY	$3,300	$63,622	$8,382	$11,682
AUGUST	3,300	107,572	10,757	14,057
SEPTEMBER	3,300	77,572	7,757	11,057
OCTOBER	3,300	77,572	7,757	11,057
NOVEMBER	3,300	60,072	6,007	9,307
DECEMBER	3,300	75,072	7,507	10,807
JANUARY	3,300	60,072	6,007	9,307
FEBRUARY	3,300	95,072	9,507	12,807
MARCH	3,300	130,072	13,007	16,307
APRIL	3,300	121,322	12,132	15,432
MAY	3,300	92,572	9,257	12,557
JUNE	3,300	98,622	9,882	13,182
TOTALS	$39,600	$1,079,614	$107,961	$147,561

MONTH	TOTAL SALES	TOTAL CATERING	TOTAL REVENUE
JULY	$83,750	$55,072	$138,822
AUGUST	107,500	55,072	162,572
SEPTEMBER	77,500	55,072	132,572
OCTOBER	77,500	55,072	132,572
NOVEMBER	60,000	55,072	115,072
DECEMBER	75,000	55,072	130,072
JANUARY	60,000	55,072	115,072
FEBRUARY	95,000	55,072	150,072
MARCH	130,000	55,072	185,072
APRIL	121,250	55,072	176,322
MAY	92,500	55,072	147,572
JUNE	98,750	55,072	153,822
TOTALS	$1,076,750	$660,864	$1,736,614

Appendix G - Membership Revenue Based on 43,000 Count

Member Category	97/98 % of Total	Membership Office Estimate % of Total	Average % of Total	Number at 45,000	Old Rates	New Rates	Renewals @ 80%	New Members	Renewal Income 50% Old Rate	50% New Rate	New Member Income	Total Membership Income
Senior	38.03%	29.36%	33.70%	14,489	40	40	11,591	2,898	231,822	231,822	115,911	579,554
Participating	39.36%	37.07%	38.22%	16,432	50	60	13,146	3,286	328,649	394,379	197,189	920,217
Contributing	8.44%	8.01%	8.23%	3,537	100	125	2,829	707	141,470	176,838	88,419	406,726
Donor	1.75%	1.73%	1.74%	748	250	250	599	150	74,820	74,820	37,410	187,050
Sponsor	0.34%	0.32%	0.33%	142	500	500	114	28	28,380	28,380	14,190	70,950
Family	11.03%	12.39%	11.71%	5,035	60	70	4,028	1,007	120,847	140,988	70,494	332,330
Teacher/Out of Region		9.26%	4.63%	1,991	35	35	1,593	398	27,873	27,873	13,936	69,682
Art Point	1.05%	1.86%	1.46%	626	75	85	501	125	18,770	21,272	10,636	50,678
Totals	100.00%	100.00%	100.00%	43,000			34,400	8,600	972,630	1,096,371	548,186	2,617,186

Note: Takes 53K @ March 1999 member count down to 43K.

	DESCRIPTION	(1) FY 98/99 BUDGET	(2) FORECAST ROLLING 3/99	(3) FY 99/00 PROJECTIONS	(4) VARIANCE (3) - (2)
1	LOCATION USE AND ART LOAN FEES	40,000	40,000	25,000	(15,000)
2	PHOTO SALES	40,000	40,000	35,000	(5,000)
3	AIRPORT FEES	30,000	45,000	24,000	(21,000)
4	ART POINT REVENUES	50,000	120,000	105,000	(15,000)
5	DONATIONS (FREE FIRST WEDNESDAYS, ETC	18,000	18,000	15,000	(3,000)
6	COAT CHECK	3,000	3,000	6,000	3,000
7	ADULT ED PROGRAMS	28,450	28,450	8,500	(19,950)
8	DOCENT FEES/TOURS	35,000	35,000	35,000	0
9	PUBLICATION ROYALTIES	500	500	500	0
10	MEMBERSHIP DONATIONS	35,000	40,000	45,000	5,000
11	AUDIO TOUR - LEGION	2,500	4,500	1,200	(3,300)
12	OTHER	78,000	78,000	65,000	(13,000)
	TOTALS	360,450	452,450	365,200	(87,250)

COFAM April 1999 Operating Budget Report & Rolling Forecast

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Cumulative Surplus (Loss) Chart	1
Budget-In-Brief	2
Summary Numbers	3
Annual Contributions	7
Stores	8
Exhibition Program	9
Balance Sheet	11

DOCUMENTS DEPT.

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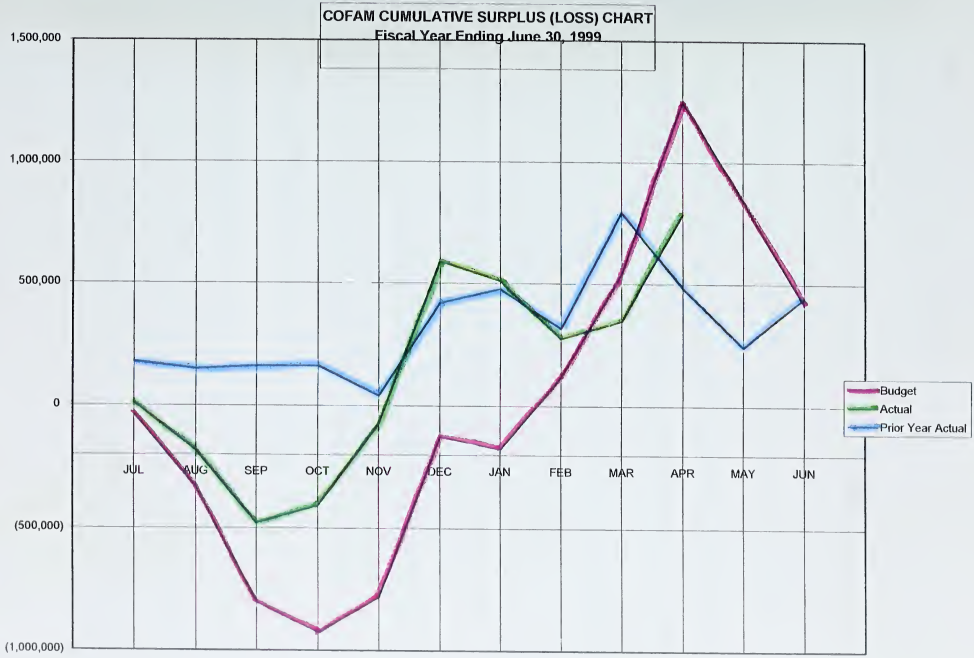
Appendix C


COFAM CUMULATIVE SURPLUS (LOSS) CHART
Fiscal Year Ending June 30, 1999
1,500,000
1,000,000
500,000
0
(500,000)
(1,000,000)
JUL
AUG
SEP
OCT
NOV
DEC
JAN
FEB
MAR
APR
MAY
JUN
Budget
Actual
Prior Year Actual

COFAM Operating Budget-In-Brief
Month Ended 30 April 1999

Overview

Cumulative ten month operating results were $789k –about $461k off budget, owing to the *Impressionists* show drawing 61% of budgeted visitors. At 4/30/99, the reserve stood at $2,802; board policy requires at least $2 million.

The 5/10/99 rolling forecast included in this report takes into account that although both the *Impressionists* and the *Victoria & Albert* exhibits were well-received, they did not meet attendance and revenue expectations, which were essential to the original budget plan to overcome the structural deficit caused by the end of major traveling exhibitions at the de Young.

Consequently, the rolling forecast barely breaks even, compared to the original budget projection of a $421k operating surplus. Moreover, when depreciation expenses of about $390k are included, final results at the 6/30/99 fiscal year end may go into the red as much as $790k after taking into account two unforeseen costs: 1) writing off surplus *Impressionists* catalogues ($121k); and 2) a charge for the COFAM early retirement program ($279k).

April Highlights

Total resources (support and revenue) were off $800k from the original budget. Support ran $106k ahead of budget, but revenues lagged by $906 with shortfalls in exhibit-driven lines such as the stores and exhibit program earned income. Benefit income was marked down earlier in the year when no

...continued

plans were forthcoming for a spring event.

Total expenses were $339k below original budget. Personnel expenses continued to trail budget – by $256k at the end of March. A hiring freeze is increasing personnel savings. The result of budget versus actual expense timing, as well as cuts, brought other expenses in $83k lower than the budget plan.

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COFAM FY 1998-99 Operating Budget At April 30,1999 (10 Months - 83.3% Of The Budget Year)

$ in thousands	(1) April		(2) 10-Months			(3)				
	Original Budget	Actual	Original Budget	Actual	Variance to Y-T-D Budget	Original Budget	Rolling Forecast 5/10/99	Variance to Original Budget	% Actual To Rolling Forecast	
SUPPORT & REVENUE										
Support										
1) Annual Contributions	274	149	2,053	2,058	5	2,655	2,655	0	77.5%	See page 7.
2) Bequests and Major Unrestricted Gifts	0	0	0	2	2	0	0	0	0.0%	
3) Foundation Endowment Support	106	106	1,063	1,063	0	1,275	1,275	0	83.3%	
4) Specified Funds										
--Curatorial/Conservation	28	57	358	449	91	414	502	88	89.4%	
--Publications	5	50	40	70	30	50	70	20	100.0%	
--Exhibitions	10	1	248	359	112	335	463	128	77.6%	
--Education Programs	18	61	201	255	54	284	448	164	56.9%	
--New deYoung Planning	44	16	431	194	(237)	542	723	181	26.9%	
--General	2	12	21	79	58	25	70	45	113.3%	
Subtotal Specified Funds	107	197	1,298	1,406	108	1,650	2,276	626	61.8%	
5) COFAM Investment Income	24	11	108	99	(9)	140	140	0	70.9%	
Subtotal Support	510	463	4,522	4,628	106	5,720	6,346	626	72.9%	

COFAM FY 1998-99 Operating Budget At April 30,1999 (10 Months - 83.3% Of The Budget Year)

$ In thousands

	(1) April		(2) 10-Months			(3)				
	Original Budget	Actual	Original Budget	Actual	Variance to Y-T-D Budget	Original Budget	Rolling Forecast 5/10/99	Variance to Original Budget	% Actual To Rolling Forecast	
Revenue										
6) Museum Store Sales	572	400	3,515	2,780	(735)	3,763	2,911	(852)	95.5%	See page 8.
Less Discounts	(24)	(15)	(183)	(133)	30	(175)	(128)	47	103.9%	
Less Cost of Goods	(276)	(218)	(1,747)	(1,457)	289	(1,875)	(1,526)	349	95.5%	
Less Commissions and Royalties	(23)	(17)	(108)	(69)	40	(112)	(73)	39	94.4%	
Gross Profit	249	151	1,497	1,121	(376)	1,601	1,184	(417)	94.7%	
7) Facilities Rental Gross	50	82	584	580	16	644	844	0	90.0%	
8) Benefits Gross Income	0	2	313	56	(257)	313	69	(244)	80.9%	
9) General Admissions COFAM Net	130	97	1,302	1,368	66	1,490	1,597	114	85.7%	
10) Food & Beverage Concession Fees	13	13	131	141	10	153	153	0	91.9%	
11) Exhibition Program Earned Income	588	382	2,214	1,795	(419)	2,255	1,761	(494)	101.9%	See pages 9 and 10.
14)FAM Membership Dues	285	186	2,508	2,473	(35)	2,850	2,850	0	86.8%	
15) Conservation Services	13	73	254	264	10	352	352	0	75.1%	
16) Miscellaneous										
--Development Trip Fees	0	92	213	155	(58)	213	213	0	72.8%	
--Publication Sales Net	5	21	103	198	95	114	140	26	141.4%	
--Other Fees	30	24	300	343	43	360	452	92	75.9%	
Subtotal Revenue	1,363	1,125	9,399	8,493	(906)	10,345	9,414	(924)	90.2%	
Total Support & Revenue	1,873	1,588	13,921	13,121	(800)	16,065	15,760	(298)	83.3%	

Museum Attendance:

April 1999: 52,625 visitors, 38.8% paid, budgeted - 58,700 visitors, 44.5% paid.
Year to Date: 684,830 visitors, 42.1% paid, budgeted - 592,700, 44.5% paid

Membership:

Year to date: 43,620 dues paid members averaging $56.69 per member
compared to budgeted goals of 45,750 dues paid members averaging $54.81 per member.
Current active paying members = 53,085

COFAM FY 1998-99 Operating Budget At April 30,1999 (10 Months - 83.3% Of The Budget Year)

$ In thousands

	(1)		(2)			(3)			
	April		10-Months						
	Original Budget	Actual	Original Budget	Actual	Variance to Y-T-D Budget	Original Budget	Rolling Forecast 5/10/99	Variance to Original Budget	% Actual To Rolling Forecast
EXPENSES									
Personnel Expenses									
17) Curatorial									
Curatorial/Conservation/Education	182	191	1,959	1,923	(36)	2,369	2,357	(12)	81.6%
Project Funded Employees	40	38	482	452	(30)	572	577	5	78.3%
Exhibit Group	65	69	690	691	2	839	848	9	81.5%
Exhibit Program Temporary Labor	30	19	324	245	(78)	381	409	28	60.0%
18) Development									
Development - General	40	40	427	439	12	517	501	(16)	87.6%
Membership	42	41	451	403	(48)	539	503	(36)	80.1%
19) Administration									
Administration General	92	102	993	1,031	38	1,199	1,276	77	80.8%
Media Relations & Advertising	22	22	233	233	(0)	282	280	(2)	83.1%
New deYoung Planning	15	11	159	140	(19)	192	192	0	73.2%
Operations Group	26	26	283	269	(14)	339	337	(2)	79.7%
Stores	65	52	507	470	(37)	573	526	(47)	89.3%
Facilities Rental	17	6	231	185	(46)	265	244	(21)	76.1%
Subtotal Personnel	636	618	6,738	6,482	(256)	8,066	8,049	(17)	80.5%

COFAM FY 1998-99 Operating Budget At April 30,1999 (10 Months - 83.3% Of The Budget Year)

$ in thousands	(1) April		(2) 10-Months			(3)			
	Original Budget	Actual	Original Budget	Actual	Variance to Y-T-D Budget	Original Budget	Rolling Forecast 5/10/99	Variance to Original Budget	% Actual To Rolling Forecast
Other Expenses									
20) Curatorial									
Curatorial/Conservation/Education	64	65	597	434	(163)	753	772	19	56.2%
Publications	5	1	40	3	(37)	50	50	0	5.3%
Exhibit Group	11	6	108	73	(34)	136	127	(9)	57.9%
Exhibit Program	153	104	1,984	2,067	82	2,616	2,601	(15)	79.4%
21) Development									
Development - General	62	114	474	627	154	696	708	12	88.6%
Benefits	0	0	85	8	(77)	138	11	(127)	75.9%
Membership	13	30	451	487	38	483	477	(6)	102.1%
Magazine / Guide	5	2	172	165	(7)	265	239	(26)	69.4%
22) Administration									
Administration General	69	86	692	874	182	858	975	117	89.7%
Media Relations & Advertising	49	56	429	353	(77)	472	436	(36)	80.9%
New deYoung Planning	29	5	272	54	(218)	350	531	181	10.1%
Operations Group	51	47	494	474	(19)	607	574	(33)	82.6%
Stores	15	7	119	133	14	134	134	0	99.5%
Facilities Rental	3	7	16	97	81	20	73	53	132.5%
Subtotal Other Expenses	529	530	5,934	5,851	(83)	7,578	7,708	130	75.9%
Total Expenses	1,166	1,148	12,672	12,332	(339)	15,644	15,757	113	78.3%
SUPPORT & REVENUE OVER EXPENSES	708	439	1,249	789	(461)	421	3	(411)	25258.3%
COFAM SUPPORT OF BOND MEASURE CAMPAIGN									
SUPPORT & REVENUE OVER EXPENSES	708	439	1,249	789	(461)	421	3	(418)	
LESS PLANT FUND DEPRECIATION	(25)	(25)	(250)	(225)	25	(300)	(390)	(90)	
	683	414	999	564	(436)	121	(387)	(508)	

Appendix A - Annual Contributions Report -- Month Ending April 30, 1999 (83.3% Of The Budget Year)
$ in thousands

(1)	(2)			(3)				(4)	
Contribution Categories	April 1999 Actuals	April 1999 Budget	April 1998 Actuals	Year To Date Budget	Year To Date Actuals	Variance to Y-T-D Budget	Prior Year Actuals	Current Year Annual Goals	Current Year % of Annual Goals Achieved
1) Associates ($5,000 and up)	102	150	133	1,150	1,114	(36)	1,485	1,500	74.3%
2) Patrons ($2,500 - $5,000)	5	8	3	90	112	22	85	100	112.2%
3) Friends ($1,000 - $2,500)	19	40	30	356	375	19	335	450	83.2%
4) National Council/Other	6	6	5	49	52	3	50	55	94.1%
5) Mail Drive	(1)	10	1	120	127	7	145	150	84.7%
6) Phone Campaign	1	50	0	50	95	45	10	150	63.6%
7) Business	11	5	6	142	101	(41)	130	150	67.4%
8) Foundations	6	5	13	96	82	(14)	120	100	82.0%
	149	274	189	2,053	2,058	5	2,361	2,655	77.5%

Appendix "B" -- Stores Report: 8 Months Ended March 28,1999
$ In thousands

	In House Merchandising				Outside Merchandising	
	(1) deYoung Store		(2) Legion Store		(3) Wholesale & Royalties	
	Budget	Actual	Budget	Actual	Budget	Actual
Sales	460	526	786	760	83	86
Discounts	(28)	(41)	(38)	(43)		
Cost of Goods	(235)	(275)	(398)	(406)	(50)	(42)
Commissions & Royalties	0	0	0	0	(7)	(2)
Gross Profit	198	209	329	311	26	42
Personnel Expenses	197	124	164	164	26	22
Other Expenses	34	72	11	10	4	0
Total Expenses	231	197	175	174	29	22
Gross Profit Over Expenses	(33)	13	154	137	(3)	20
Variance to Year To Date		46		(17)		23

	Exhibition Merchandising					
	(4) Picasso Store		(5) Impressionist Store		(6) Grand Totals	
	Budget	Actual	Budget	Actual	Budget	Actual
Sales	896	577	1,310	831	3,515	2,780
Discounts	(45)	(20)	(52)	(30)	(183)	(133)
Cost of Goods	(448)	(300)	(616)	(433)	(1,747)	(1,457)
Commissions	(36)	(25)	(66)	(42)	(108)	(89)
Gross Profit	367	232	577	327	1,497	1,121
Personnel Expenses	45	88	63	72	507	470
Other Expenses	7	18	63	34	119	133
Total Expenses	52	105	126	106	626	603
Gross Profit Over Expenses	315	127	451	221	871	518
Variance to Year To Date		(188)		(230)		(353)

Appendix IV - Exhibition Program FY 1998-99

		Inv	(1) Runs		(2) Cost		(3) Gifts and Grants			(4) Income		(5) Nets	
					Original	Revised	Original	Revised		Original	Revised	Original	Revised
	In-House Exhibitions												
1	Achenbach 50th Anniversary (123)	L	16-Apr-98	05-Jul-98	1,800	1,800						(1,800)	(1,800)
2	Ancient Glass from the Holy Land (159)	D	02-May-98	18-Aug-98	27,005	27,005						(27,005)	(27,005)
3	Contemporary Screenprints: Anderson	L	09-May-98	23-Aug-98	-	-						0	0
4	Stanley Spencer (133)	L	06-Jun-98	08-Sep-98	33,390	33,390						(33,390)	(33,390)
5	John Stauert Curry (127)	D	13-Jun-98	30-Aug-98	30,632	30,632	30,632	30,632	Root			0	0
6	George Fitch Collection	D	13-Jun-98	06-Sep-98	3,300	3,300						(3,300)	(3,300)
7	Recent Costumes II	D	11-Jul-98	15-Nov-98	4,125	4,125						(4,125)	(4,125)
8	Wealth of the Thracians (166)	L	08-Aug-98	11-Oct-98	206,625	166,800						(206,625)	(166,800)
9	Charles Jones	D	19-Sep-98	06-Dec-98	10,550	10,550						(10,550)	(10,550)
10	Feast for the Eye	D	26-Sep-98	13-Dec-98	89,182	89,182						(89,182)	(89,182)
11	Logan Book Room (4 rotations each year)	L	01-Oct-98	ongoing	15,000	15,000						(15,000)	(15,000)
12	Picasso and the War (105)	L	10-Oct-98	03-Jan-99	686,489	691,489	120,000	203,050	NEA-$100K	445,350	591,500	(101,139)	103,061
							NEH - $98K, McCutchaon - $5K			300/hr = 138K Visitor	331/hr = 163k visitors		
13	Textile Rotation (114)	D	31-Oct-98	28-Feb-99	7,625	7,625				60% paid @ $5	60.5% paid @ $5	(7,625)	(7,625)
14	Reinstall Legion (1-4) (5/6 in May)	L	01-Nov-98	15-Nov-98	29,353	29,353						(29,353)	(29,353)
15	Frad Wilson Intervention (167)	D	01-Dec-98	02-May-98	24,990	24,990		6,000	LEF			(24,990)	(16,990)
16	Day Without Art	D	01-Dec-98		2,920	2,920						(2,920)	(2,920)
17	Recent Costume Acquisitions III	D	05-Dec-98	27-Jun-99	5,925	5,925						(5,925)	(5,925)
18	Arnold Gentha	D	19-Dec-98	21-Mar-99	16,740	16,740	16,740	16,740	Root			0	0
19	Impressionists In Wintar (109)	YBG	30-Jan-99	03-May-99	916,800	920,800				1,607,516	985,505	690,716	64,705
										350/hr = 223K Visitor	216/hr = 136K Visitors		
										60% paid @ $12 Adults	57% paid @ $12 Adults		
20	A Grand Design: The Art of Victoria and Albert (181)	L	13-Feb-99	09-May-99	554,026	558,026		75,000	VISA	159,300	85,383	(394,726)	(417,643)
										200/hr = 99K Visitors	130/hr = 58K Visitors		
										60% paid @ $2 50	41% paid @ $2 50		
21	Anderson: Claes Oldenburg	L	06-Feb-99	25-Apr-99	15,050	15,050		11,000	Root			(15,050)	(4,050)
								1,000	Anderson				

Continued

Appendix "C" Exhibition Program FY 1998-99

		v e n u e	(1) Runs		(2) Cost		(3) Gifts and Grants			(4) Income		(5) Nets	
					Original	Revised	Original	Revised		Original	Revised	Original	Revised
	In-House Exhibitions												
22	Bouquets to Art	L	01-Mar-96	01-Mar-98	-	-						0	0
23	Textile Rotation	D	27-Mar-99	31-Oct-99	7,625	7,625						(7,625)	(7,625)
24	Achanbach (36/37 TBA)	D	10-Apr-99	04-Jul-99	10,800	10,800						(10,800)	(10,800)
25	AOA rotation	D	15-Apr-99	ongoing	3,000	3,000						(3,000)	(3,000)
26	American Hall Cases	D	01-Apr-98	ongoing	6,550	6,550						(6,550)	(6,550)
27	A la Pintura: Motherwell (Anderson gallary 5)	L	01-May-99	25-Jul-99	15,050	15,050		15,000	Root			(15,050)	(50)
28	Youth Arts Festival	D	05-May-99	09-May-99	-	-						0	0
29	Francis Bacon (108)	L	13-Jun-99	02-Aug-99	205,541	225,541		35,000	Art Point			(205,541)	(190,541)
30	Saxe Collection	D	28-Jun-99	17-Oct-99	67,305	67,305	67,305	67,305	Root			0	0
31	Grants and Gifts To Be Raised						100,000	0				100,000	0
			Subtotal In-House Exhibits		2,977,598	2,990,573	334,877	482,927	-	2,212,188	1,642,388	(430,553)	(864,458)
	FAM Travelling Exhibitions												
32	Crown Point Press (142)		01-Jul-98		2,500	2,500				8,300	8,300	5,800	5,800
34	If the Shoe Fits		01-Dec-98									0	0
35	Ancient Glass from the Holy Land		01-Nov-98		16,663	16,663				35,000	35,000	18,337	18,337
36	Masters of Light - Utrecht										35,993	0	35,993
37	Larco - Peru										14,000	0	14,000
	Subtotal Traveling Tours				19,163	19,163	0	0		43,300	93,293	24,137	74,130
	Total In House and Traveling Exhibitions				2,996,761	3,009,736	334,877	482,927		2,255,488	1,735,681	(406,416)	(810,328)

ASSETS	
Cash	1,329
Cash Equivalents	4,917
Accounts Receivable	3,304
Prepaid Expenses	205
Note Receivable	100
Inventory - Store	1,037
Inventory - Publications	478
Investment in Bonds	700
Furniture & Equipment (Net)	248
	12,318

LIABILITIES & FUND BALANCES	
Accounts Payable	843
Other Accrued Liabilties	3,413
Deferred Income - Restricted	3,192
Deferred Income - Unrestricted	3,523
Fund Balances	
Unrestricted Fund	2,861
Plant Fund	(2,174)
Revenues over Expenses (Note 2)	660
	12,318

COFAM Reserve At 4/30/99	2,802

Note 1 -- Reserve Formula

Cash & Cash Equivalents	6,246
Bonds	700
Accounts Receivable	3,304
Less Accounts Payable	(843)
Less Other Accrued Liabilities	(3,413)
Less Deferred Income - Restricted	(3,192)
	2,802

Note 2 -- Revenues over Expenses

Operating Revenue over Expenses	788
Less Plant Fund	(382)
Plus Restricted Funds	254
Less Airport Fund	0
Surplus / (Deficit)	660

ASSETS	
Cash	1,235
Cash Equivalents	4,454
Accounts Receivable	3,034
Prepaid Expenses	189
Note Receivable	100
Inventory - Store	1,082
inventory - Publications	514
investment in Bonds	700
Furniture & Equipment (Net)	273
	11,581

LIABILITIES & FUND BALANCES	
Accounts Payable	716
Other Accrued Liabilities	3,437
Deferred Income - Restricted	3,103
Deferred Income - Unrestricted	3,297
Fund Balances	
Unrestricted Fund	2,861
Plant Fund	(2,174)
Revenues over Expenses	341
(Note 2)	
	11,581

COFAM Reserve At 3/31/99 2,167

Note 1 -- Reserve Formula

Cash & Cash Equivalents	5,689
Bonds	700
Accounts Receivable	3,034
Less Accounts Payable	(716)
Less Other Accrued Liabilities	(3,437)
Less Deferred Income - Restricted	(3,103)
	2,167

Note 2 -- Revenues over Expenses

Operating Revenue over Expenses	349
Less Plant Fund	(342)
Plus Restricted Funds	334
Less Airport Fund	0
Surplus / (Deficit)	341

Minutes
340.25
2
6/10/99

CORPORATION OF THE FINE ARTS MUSEUMS

Board of Trustees
Annual Meeting

June 10, 1999

Call to Order

The regular meeting of the Board of Trustees of the Corporation of The Fine Arts Museums was held on Thursday, June 10, 1999, in the Board Room of the California Palace of the Legion of Honor, Lincoln Park, San Francisco. A quorum was present that being one-third of the number of Trustees in office. The meeting was called to order at 5:11 p.m. by Mrs. Alfred S. Wilsey, President.

Roll Call

The following Trustees were present:

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Del M. Anderson
Mrs. David P. Bancroft
Alvin H. Baum, Jr.
Alix Phillips Becker
George McNear Bowles
Mrs. Philip E. Bowles III
Mrs. Barbara B. Carleton
Belva Davis
Richard P. Essey
Ms. Frankie Jacobs Gillette, Vice President/Civic Affairs
Richard N. Goldman
Mrs. Richard Goodyear
Richard W. Goss II
George Hecksher
Beverly James
J. Burgess Jamieson
Stephen L. Johnson
Diane B. Lloyd-Butler, Vice President/Audience Development
Mrs. Peter McBean
Nion McEvoy
J. Alec Merriam, Vice President/Collections
Robert A. Mills
Steven MacGregor Read, Vice President/Facilities
Mrs. Thomas P. Rohlen
George B. Saxe

Calling of the Roll (continued)

The following Trustees were present (continued):

William A. Stimson
Burl A. Toler, Sr.
Vivian Fei Tsen
Carlos Pedro Villa
Mrs. Harry H. Wetzel
Mrs. Charles F. Willis
Mrs. Alfred S. Wilsey, President
Alfred S. Wilsey

On motion, duly seconded and carried unanimously, the following Trustees were excused:

T. Robert Burke
Mrs. Ray Dolby, Vice President/Annual Support
N. John Douglas
Richard H. Finn, Vice President/Finance
Morgan Flagg
Mrs. Lynn C. Fritz
Mrs. Nancy Hamon
Ann L. Johnson, M.D.
Lorna F. Meyer
Michael W. Michelson
Josie Mooney
Robert P. Morrow III
Waldemar Rojas
Dolores G. Terrazas
Sidney R. Unobskey
Marshall I. Wais, Sr.

The following ex-officio Trustees were unable to be present:

Mayor Willie L. Brown, Jr.
James Salinas, Sr., President, Recreation and Park Commission

Calling of the Roll (continued)

Other Trustees in attendance were:

Ruth Asawa
Robert J. Bransten
Keith Eickman
Mrs. John V. Erickson
William Fries, II
David R. Hoyer
Mrs. Gorham B. Knowles
Mrs. Robert A. Magowan
George M. Marcus
Jay D. McEvoy
Mrs. J. Alec Merriam
Mrs. W. Robert Phillips
Florence Sue Wong

The following non-voting officers were present:

Harry S. Parker III, Chief Executive Officer
Steve Dykes, Treasurer
Judy Gough, Secretary

President Wilsey presided; Mrs. Gough acted as Secretary.

Report of the President - Mrs. Alfred S. Wilsey

A. Consideration and Possible Action to Approve the Minutes of the May 13, 1999 Meeting of the Executive Committee of the Board of Trustees

The minutes of the May 13, 1999 meeting of the Executive Committee of the Board of Trustees, having been mailed in advance to all Trustees, were unanimously approved.

B. Report on the Conceptual Plan to Build a New de Young Museum in Golden Gate Park

President Wilsey noted that the presentation of the Conceptual Plan for a New de Young Museum in Golden Gate Park was presented by architect Pierre de Meuron of Herzog & de Meuron Architekten AG at the beginning of the Board of

B. Report on the Conceptual Plan to Build a New de Young Museum in Golden Gate Park (continued)

Trustees meeting of the Fine Arts Museums of San Francisco, which convened just prior to this meeting.[1]

C. Report of the Ad Hoc Public Campaign Committee to Build a New de Young Museum in Golden Gate Park

President Wilsey reported that the Ad Hoc Public Campaign Committee to build a New de Young Museum in Golden Gate Park met on Monday, June 7, 1999. President Wilsey chairs the Ad Hoc Committee comprised of the following members: Mrs. David P. Bancroft, Alvin H. Baum, Jr., Richard H. Finn, J. Burgess Jamieson, David M. Jamison, Mrs. Leonard E. Kingsley, and Leonard E. Kingsley. Ad Hoc Committee members have been assigned areas of responsibility and will form sub-committees to accomplish their goals. A campaign fund-raising goal of $135 million has been recommended. A fund-raising brochure will be developed in the next several months, and it is planned that the public campaign will be officially launched at the October 14, 1999 meeting of the Board of Trustees.

D. Consideration and Possible Action to Adopt a Resolution Approving a Statement of Need and Opportunity for a New de Young Museum in Golden Gate Park, Setting the Fund-Raising Goal, and Launching a Public Campaign to Build a New de Young Museum in Golden Gate Park in the Fall of 1999

President Wilsey read the following resolution:

WHEREAS, The Board of Trustees of the Fine Arts Museums of San Francisco at its meeting on October 15, 1998 reaffirmed its commitment to build a new de Young Museum in Golden Gate Park to protect the collections; visitors and staff from seismic hazards; and

WHEREAS, In the absence of City funding, The Board of Trustees has recognized that private funds must be utilized to pay for the conceptual planning costs of a new de Young Museum; and

WHEREAS, On January 14, 1999, Herzog and de Meuron Architekten AG was selected to develop a de Young Museum conceptual plan for presentation at the June 10, 1999 meeting of the Board of Trustees; and

[1] See pages 2545 to 2549 of the minutes of the June 10, 1999 meeting of the Board of Trustees of the Fine Arts Museums of San Francisco.

D. Consideration and Possible Action to Adopt a Resolution Approving a Statement of Need and Opportunity for a New de Young Museum in Golden Gate Park, Setting the Fund-Raising Goal, and Launching a Public Campaign to Build a New de Young Museum in Golden Gate Park in the Fall of 1999 (continued)

WHEREAS, The Director of Museums has submitted to the Executive Committee a Statement of Need and Opportunity setting forth the rationale and vision for a new de Young Museum in Golden Gate Park; and

WHEREAS, An Ad Hoc Public Campaign Committee has been appointed by the President of the Board of Trustees to assist in the effort to meet the fund-raising goal of the Campaign to Build a New de Young Museum in Golden Gate Park; and

WHEREAS, The Ad Hoc Public Campaign Committee is charged with recommending the fund-raising goal and timetable for the Public Campaign to Build a New de Young Museum in Golden Gate Park to commence in the fall of 1999; and

WHEREAS, The Executive Committee at its meeting on May 13, 1999 endorsed the Statement of Need and Opportunity submitted by the Director of Museums and charged the Ad Hoc Public Campaign Committee with recommending a fund-raising goal and timetable for the Public Campaign to Build a New de Young Museum in Golden Gate Park to commence in the fall of 1999 to the Board of Trustees for approval at its June 10, 1999 meeting; now, therefore, be it

RESOLVED, That the Board of Trustees of the Corporation of The Fine Arts Museums approves the Statement of Need and Opportunity submitted by the Director of Museums and upon the recommendation of the Ad Hoc Public Campaign Committee for a New de Young Museum in Golden Gate Park does hereby establish a fund-raising goal of $135 million and a timetable to commence in the fall of 1999 for the Public Campaign to Build a New de Young Museum in Golden Gate Park.

On motion, duly seconded, there was no discussion among Trustees or Trustees Emeriti. The Board of Trustees voted unanimously to adopt the above resolution as **Board Resolution 236.** The appended Statement of Need and Opportunity submitted by the Director of Museums states the need for a new de Young Museum for the record, but moves forward to recognize that what began as an obligation has become an opportunity to create a better de Young Museum for the twenty-first century.

Report of the Chief Executive Officer - Harry S. Parker III

A. Report on COFAM Operating Budget as of April 30, 1999

At the request of Mr. Parker, Steve Dykes, Deputy Director for Administration and Finance, presented the COFAM Operating Budget Report as of April 30, 1999. Cumulative ten month operating results were $789,000 – about $461,000 off budget, owing to the *Impressionists* show drawing 61% of budgeted visitors. At April 30, 1999, the reserve stood at $2,802,000; Board policy requires at least $2 million.

The May 10, 1999 rolling forecast included in this report takes into account that although both the *Impressionists* and the *Victoria & Albert* exhibits were well-received, they did not meet attendance and revenue expectations, which were essential to the original budget plan to overcome the structural deficit caused by the end of major traveling exhibitions at the de Young.

Consequently, the rolling forecast barely breaks even, compared to the original budget projection of a $421,000 operating surplus. Moreover, when depreciation expenses of about $390,000 are included, final results at the June 30, 1999 fiscal year end may go into the red as much as $790,000 after taking into account two unforeseen costs: 1) writing off surplus *Impressionists* catalogues ($121,000); and 2) a charge for the COFAM early retirement program ($279,000).

Total resources (support and revenue) were off $800,000 from the original budget. Support ran $106,000 ahead of budget, but revenues lagged by $906,000 with shortfalls in exhibit-driven lines such as the stores and exhibit program earned income. Benefit income was marked down earlier in the year when no plans were forthcoming for a spring event.

Total expenses were $339,000 below original budget. Personnel expenses continued to trail budget – by $256,000 at the end of March. A hiring freeze is increasing personnel savings. The result of budget versus actual expense timing, as well as cuts, brought other expenses in $83,000 lower than the budget plan.

Mr. Parker expressed disappointment that the 1998-99 fiscal year will end in a deficit position, the first unbalanced budget at year end in over ten years. Unfortunately, the *Impressionists* and the *Victoria & Albert* exhibits were unable to compensate for the loss of revenue at a de Young, which can no longer host major temporary exhibits.

B. Consideration and Possible Action to Adopt an Interim Fiscal Year 1999-2000 Operating Budget - Trustee William A. Stimson for Richard H. Finn, Chair and Vice President

Mr. Parker advised that the Budget Committee has recommended strong actions to reduce and eliminate the projected deficit for the next fiscal year. The Budget Committee met twice in the last month on the Fiscal Year 1999-2000 Operating Budget. Speaking for the Budget Committee, Trustee Stimson noted that the Museums face several austere years. Coping with the underlying structural deficit caused by the de Young, which can no longer house major exhibitions, will continue to be the fundamental fact of the Museums' financial situation until a new museum is built.

Next fiscal year, total attendance is forecast to be about 695,000 compared to 824,000 estimated for FY 98-99 with the offsite *Impressionist* show.

Considerable progress has been made to balance the FY 99-00 COFAM operating budget from a bottom line shortfall projection last fall of $1.9 million to the current shortfall of $646,000 before Early Retirement Program and depreciation expenses.

This progress has been achieved by increasing the endowment distribution, raising general admission fees at the Legion, membership dues, and facility rental fees. Expenses have been held down as much as possible, including a job freeze and deferred professional and management salary raises. Two key financial impacts will not be known until mid-July 1999 at the earliest – namely, 1) ongoing savings from the COFAM Early Retirement Incentive Program by eliminating some vacated positions; and 2) Board of Supervisors' approval of the Mayor's budget proposal, which includes reimbursement of $596,000 of certain COFAM expenses.

Under these unusual circumstances, Trustee Stimson stated that the COFAM Budget Committee has recommended that the Board of Trustees adopt an interim FY 99-00 operating budget, with the instruction that the COFAM Chief Executive Officer take all necessary actions to bring the budget into balance as soon as possible and present a final balanced budget plan for adoption at the October 14, 1999 meeting of the Board of Trustees.

Trustee Stimson then read the following resolution:

WHEREAS, Considerable progress has been made to balance the FY 1999-2000 operating budget by increasing the endowment distribution, raising general admission fees at the Legion, membership dues and facility rental rates, while holding down expenses as much as possible, including a job freeze and deferred professional and management salary raises; and

B. **Consideration and Possible Action to Adopt an Interim Fiscal Year 1999-2000 Operating Budget - Trustee William A. Stimson for Richard H. Finn, Chair and Vice President (continued)**

WHEREAS, Despite responsible budget balancing efforts to date, the budget still has a shortfall of approximately $646,000 before a final Early Retirement Program charge and depreciation expenses; and

WHEREAS, Two key financial impacts will not be known until mid-July 1999 -- namely, (1) savings resulting from the COFAM Early Retirement Incentive Program, and (2) the approval by the Board of Supervisors of the Mayor's budget proposal, which includes the reimbursement of certain expenses now paid by COFAM; and

WHEREAS, In view of these key unknowns, the COFAM Budget Committee recommends that the Board of Trustees adopts an Interim FY 1999-2000 Operating Budget, and instructs the COFAM Chief Executive Officer to take all necessary actions to bring the budget into balance as soon as possible, and present a final budget plan for adoption at the October 14, 1999 Board of Trustees meeting; now, therefore, be it

RESOLVED, That the Board of Trustees approves the Interim FY 1999-2000 Operating Budget of $13.7 million with a shortfall of approximately $646,000 and instructs the COFAM Chief Executive Officer to take all necessary actions to bring the budget into balance as soon as possible, and present a final budget plan for adoption at the October 14, 1999 Board of Trustees meeting.

On motion, duly seconded, the Board of Trustees voted unanimously to adopt the above resolution as **Board Resolution 237.**

C. **Status Report on COFAM Early Retirement Plan Offer**

Mr. Parker reported that forty-two COFAM employees were eligible for the early retirement plan offer, having reached the age of fifty and completed a minimum of five years of service. It is anticipated that about ten employees may accept the early retirement plan offer. The offer needs to be accepted by June 15, 1999 with retirement effective July 1, 1999. Payroll savings in FY 1999-2000 can be achieved, providing that positions remain vacant.

D. Consideration and Possible Action to Adopt a Resolution Authorizing the Transfer of Stock

Mr. Parker reported that the Budget Committee has recommended a revision to the customary resolution authorizing the transfer of stock by increasing the number of nominees to be used for the sale of stock.

RESOLVED, That the Board of Trustees of the Corporation of The Fine Arts Museums (COFAM) does hereby authorize that any two of the following individuals are fully authorized and empowered to sell, assign, transfer, and deliver any and all shares of stock, bonds, debentures, notes, evidences of indebtedness, or other securities now or hereafter standing in the name of or owned by this Corporation and to make, execute, and deliver any and all written instruments necessary or proper to effectuate the authority hereby conferred, including execution of all written instructions necessary for our nominees, Wells Fargo Bank, Dresdner RCM Global Investors, and Merrill Lynch, to implement the transaction.

Authorized Individuals:
Harry S. Parker III
Stephen E. Dykes, Treasurer
Barbara Boucke, Deputy Director for Development
Robert M. Cullison, Controller

On motion, duly seconded, the Board of Trustees voted unanimously to adopt the above resolution as **Board Resolution 238.**

Report of the Budget Committee - William A. Stimson for Richard H. Finn, Chair and Vice President

This report was addressed earlier in the agenda under the Report of the Chief Executive Officer.

Report of the Audit Committee - Steve Dykes, Treasurer for Harry H. Wetzel

A. Consideration and Possible Action to Adopt a Resolution Appointing Auditors

Steve Dykes, Treasurer, presented the following resolution:

RESOLVED, That PriceWaterhouseCoopers is appointed to audit the combined balance sheet of the Fine Arts Museums of San Francisco (FAM) as of June 30, 1999 and the related combined statements of revenues, expenses and changes in fund balances for the year then ended; and that the combined financial statements will include COFAM, The Fine Arts Museums Foundation (FAMF), and FAM as recorded on the books of the City and County of San Francisco; and be it

FURTHER RESOLVED, That PriceWaterhouseCoopers is also appointed to undertake a COFAM Retirement Plan Audit and a Registration Department Agreed-Upon Procedures Review; and be it

FURTHER RESOLVED, That COFAM's share of the audit cost of the combined financial statement for COFAM, FAM and FAMF plus the COFAM Retirement Plan Audit and the Registration Procedures Review will be about $67,050 including out-of-pocket costs.

On motion, duly seconded, the Board of Trustees voted unanimously to adopt the above resolution as **Board Resolution 239.**

Report of the Annual Support Committee - Barbara Boucke, Deputy Director for Development for Mrs. Ray Dolby, Chair and Vice President

In the absence of Trustee Dolby, Barbara Boucke, Deputy Director for Development thanked the Trustees for their continued support and reported that the annual fund-raising campaign reached slightly over $2 million at the end of April. Every effort is being made to raise $600,000 more by fiscal year end on June 30th to meet the FY 1998-99 fund-raising goal.

Report of the Fine Arts Museums Foundation - Charles Crocker, President

President Crocker presented the Endowment Fund Report. At the close of business on June 4, 1999, the endowment portfolio was valued at $72,854,760. It was invested 62.4% in equities, 34.56% in fixed income, and 3.04% in cash equivalents.

Adjournment - Mrs. Alfred S. Wilsey, President

There being no further business, the meeting was adjourned at 5:27 p.m.

Respectfully submitted,

Judy Gough
Executive Secretary
Museums

abt996

FINE ARTS MUSEUMS of SAN FRANCISCO

Office of the Director
California Palace of the Legion of Honor
M.H. de Young Memorial Museum

MEMO

To: Board of Trustees
From: Harry S. Parker III HSP
Re: Opportunity for a New de Young Museum in Golden Gate Park

> *"We do not claim today to offer for your criticism a great, full-fledged museum... it was determined to create a nucleus of what someday would be a great museum."*
>
> – March 21, 1895, M.H. de Young at the opening of the Memorial Museum

Today the de Young *is* a great American art museum.

It holds a central place in the cultural life of our community: as the principal collector, steward and exhibitor of some of the City's most important art collections, a center for art education and cultural awareness in the city and the region, and, until recently, the dominant special exhibition center in the west. But where the de Young as an institution has evolved, maturing deliberately into each of these roles, the physical museum has been cobbled together. As an institution we have found our mission as the City's art museum, but the ramshackle complex of seismically and functionally inadequate structures that comprise the current de Young facility must be replaced if we are to pursue this mission successfully into the next century. Our de Young Museum is strong in spirit, but in desperate and immediate need of a new home.

One hundred and five years ago Michael de Young asked the people of San Francisco to accept a series of buildings in the process of becoming a museum. Now we need a new facility for the exceptional museum we've become. We are not building a new de Young out of nostalgia for the old. Instead, we are building the de Young a new home to fully realize and nourish the strengths and traditions that make our institution so vital: diverse collections, imaginative programs and a broad community of people who care deeply about culture in San Francisco.

Just a few years ago, the board turned the necessity of retrofitting the Legion of Honor into an occasion for the rejuvenation of the museum. Now the time has come to turn our energies to the de Young.

What began as an obligation has become an opportunity.

Administrative Offices
233 Post Street, San Francisco, CA 94108-5003
tel: 415.750.3661 fax: 415.750.7686

A Storied Past, A Bright Future

The Museum in the Park

Over the last one hundred years, the de Young, the Academy, the Tea Garden, the Conservatory and Strybring Arboretum have helped turn the park into one of the richest and most vibrant urban oases in the world. These institutions, including the de Young have become integral to San Franciscans' idea of what Golden Gate Park is for: nature, recreation *and* culture. According to The San Francisco Partnership for Parks' 1998 report, for example, 73% of Bay Area residents polled would rather visit the de Young Museum and the Academy of Sciences in Golden Gate Park than downtown.

Recently, San Franciscans have also come to realize that these institutions play another important role in the park. They help anchor public attention and resources: both of which are critical to making the park safe and clean for all San Franciscans. As the San Francisco Museum of Modern Art and Pacific Bell Park have consolidated the city's crusade for urban renewal south of Market, so the new de Young, along with renovations of the Academy and Conservatory, will serve to rejuvenate Golden Gate Park. The new park-friendly de Young is designed specifically to revitalize the idea of the "museum in the park." The new design harmonizes the de Young with the concourse and the park as effectively as SFMOMA's building suits the downtown.

Finally, the unique environment that now exists in the park, with the blending of nature and culture, has made it a centerpiece of the city's educational infrastructure. The same San Francisco Partnership for Parks report found that "educators expressed a nearly unanimous preference for the Golden Gate Park location [for the de Young and the Academy]." Today we have made it a civic value to unite nature and culture in Golden Gate Park because we know that it is critical to our children's education and our quality of life.

Golden Gate Park will always be subject to competing priorities, budgetary constraints, enthusiastic use and, inevitably, natural disaster. The new de Young will be a positive and stabilizing force in and for the park.

Bringing the World to San Francisco

From its beginnings in the California Midwinter Exposition, the de Young has connected San Francisco to the world, and our city's communities to each other, through its collections, exhibitions and programs.

Collections
The de Young's collections have come a long way from the days when they consisted of "23,000 stuffed birds, and eggs of every biped that ever had wings," a German World War I battle plane and the skin of a flying squirrel. Today, the de Young houses outstanding collections of Arts of the Americas, textiles, and art from Oceania and

Africa. Over the years, the de Young has built these collections through gift, bequest and purchase.

These prestigious collections have come to San Francisco because the de Young has always inspired confidence in donors wanting to invest their collections on behalf of the people of the western United States. A new de Young is, perhaps, the best investment we will ever make in collection development for the future. As we have seen with SFMOMA, new museums are magnets for new collections. Only a new building will ensure that the de Young remains *the* place where prominent national collections find a home on the west coast.

In addition to being a stronger lure for new collections and a safer and more hospitable home for the City's art, a new de Young will enable us to use the collections to make a progressive and compelling case for an integrated portrayal of the arts of the Americas as a dynamic collective narrative ranging from the ancient civilizations of Mesoamerica to contemporary America.

Exhibitions
The de Young has been a leader and model for the international rise of the special exhibition, beginning with the spectacular success of the California Midwinter Exposition and its successors the Panama-Pacific International Exposition (1915) and the Golden Gate International Exposition (1939-40) and continuing through every decade of this century right up to the exhibitions we are still familiar with today. From The Treasures of Tutankhamun (1979) to The New Painting: Impressionism (1986), and Teotihuacan: City of the Gods (1993), the de Young's exhibition program has been San Francisco's window on the world. De Young exhibitions have supported the careers of great California artists such as Wayne Thiebaud and Richard Diebenkorn, revived and stimulated interest in ancient and native cultures, and nourished the public's interest in archaeology, history and art.

Major traveling exhibitions are the world's premier vehicles for cross-cultural dialogue and one of the engines of the cultural tourism so important to San Francisco's economic well-being. The de Young has excelled in organizing and drawing the most compelling and meaningful of these shows. In this it has always reflected the uniquely inquisitive, discerning and diverse nature of San Francisco and its citizens.

Programs
Public education and enrichment is the reason that museums, including the de Young, were created. For decades the de Young has been at the forefront of the movement among American museums to educate the public through art. Our educational and community programs are among the most progressive, the most accomplished and the most comprehensive in the country: Free School Tours, Doing & Viewing Art, the Museum Ambassador Program, Poets-in-the-Galleries, the Education Resource Center, Gallery One, classes and workshops for high school students, college students and teachers, community lectures and tours, Big Kids/Little Kids. On the other side of the spectrum, the Museum's community-based exhibition planning committees have broken

new ground in using the Museum's exhibition program to strengthen the ties between the Museum and the communities we serve.

Taken together these programs have earned the de Young recognition as a national leader in arts education and community outreach. It is no accident that every 5th grader in the city visits the de Young as part of their curriculum. A new de Young is essential to ensuring that we will continue to be a leader among museums in serving the educational needs of our constituencies.

Our Common Ground

The traditional view of the role museums play in society relates primarily to preserving our cultural heritage, with "our," not deliberately but almost inevitably, relating to whoever founded the museum, and "heritage" meaning whatever was most important to them. Through accident of birth and the unique spirit of San Francisco, the de Young is different. It wasn't built to house someone's collection, or collect a particular kind of art or artifact or to teach the public the value of a certain aesthetic over another. It was born out of the idea that San Francisco and its citizens should engage the world. And even though the de Young has left the "cabinet-of-curiosities" model behind and become home to the City's art, it retains a unique sense of wonder and openness, and an all-inclusiveness it had when it was still the City's "attic."

The de Young Museum tradition is the belief that the City needs a common ground where— through art—the usual boundaries that separate us from each other: culture, creed, race and all the others, become bridges that connect us. In the new de Young, this unique character, this remarkable tradition, this uncompromising dedication to access will be integrated into the very structure of the building itself.

A Summary Case for the New De Young

The new de Young will:

- integrate the museum into the park and the park into the museum, revitalizing the idea of the "museum in the park";
- make the arts and education key partners in the overall renewal of Golden Gate Park;
- tell the story of the arts of the Americas as it's never been told before – as a dynamic collective narrative ranging from the ancient civilizations of Mesoamerica to contemporary America;
- connect San Francisco to the world through its diverse collections and important visiting exhibitions;
- affirm that art truly matters to all of us, as individuals and as communities;
- be a landmark American museum to honor the City's greatest strength, its diversity.

The new de Young will serve as a model for how museums can better integrate diverse collections, facilitate the crossing of boundaries that have traditionally kept art compartmentalized in rigid categories, and allow for the greatest understanding of our pluralism. It will be the ideal blend of the museum's rich traditions and progressive ideas. Its distinctive identity will be reflected in the uniqueness of its exhibitions and programs, as well as the building itself—the hallmark of all great museums.

Our vision for this new de Young will secure a lasting legacy for San Francisco and the hundreds of thousands of visitors the Museum attracts each year. It will not be long before everyone will be able to look out from the tower of the new de Young, to all parts of the city: to Lincoln Park and Golden Gate Bridge, to downtown and the financial district, Mount Sutro and the Mission, and to Ocean Beach and the Avenues and get the full sense that their visit to the de Young has brought them into the heart of San Francisco.

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1/14/99

OFFICIAL MEETING NOTICE

Corporation of The Fine Arts Museums[1]
Board of Trustees

Thursday, October 14, 1999
3:30 p.m.[2]
Gallery 23
M. H. de Young Memorial Museum
Golden Gate Park
San Francisco, California

AGENDA

I. Calling of the Meeting to Order - Mrs. Alfred S. Wilsey, President

II. Calling of the Roll

Trustees:

Del M. Anderson
Mrs. David P. Bancroft
Alvin H. Baum, Jr.
Alix Phillips Becker
George McNear Bowles
Mrs. Philip E. Bowles III
T. Robert Burke
Mrs. Barbara B. Carleton
Charles Crocker
Belva Davis

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[1] The Corporation of The Fine Arts Museums (COFAM) is a private not-for-profit entity. However, notice of this COFAM meeting is being provided to the public because a majority of the City and County of San Francisco's Fine Arts Museums Board of Trustees (FAMSF) may be present at this meeting. If a quorum of the FAMSF Board attends this COFAM meeting, the meeting will be conducted in compliance with the Brown Act.
[2] Or such earlier time as the Fine Arts Museums of San Francisco Board of Trustees meeting ends, but in no event before 3:30 p.m.

II. Calling of the Roll (continued)

Mrs. Ray Dolby, Vice President/Annual Support
Morgan Flagg
Mrs. Lynn C. Fritz
Ms. Frankie Jacobs Gillette, Vice President/Civic Affairs
Richard N. Goldman
Mrs. Richard Goodyear
Richard W. Goss II
Mrs. Nancy Hamon
George Hecksher
Beverly James
J. Burgess Jamieson
Ann L. Johnson, M.D.
Stephen L. Johnson
Leonard E. Kingsley
Diane B. Lloyd-Butler, Vice President/Audience Development
Mrs. Peter McBean
Nion McEvoy
J. Alec Merriam, Vice President/Collections
Lorna F. Meyer
Michael W. Michelson
Robert A. Mills
Josie Mooney
Robert P. Morrow III
Walter S. Newman
Michael E. O'Neill
Steven MacGregor Read, Vice President/Facilities
George R. Roberts
Mrs. Thomas P. Rohlen
Waldemar Rojas
George B. Saxe
Gail P. Seneca
William A. Stimson
Dolores G. Terrazas
Burl A. Toler, Sr.
Vivian Fei Tsen
Sidney R. Unobskey
Carlos Pedro Villa
Marshall I. Wais, Sr.

II. Calling of the Roll (continued)

Mrs. Harry H. Wetzel
Mrs. Charles F. Willis
Mrs. Alfred S. Wilsey, President
Alfred S. Wilsey

Absences to be Excused

Non-Voting Officers:

Harry S. Parker III, Chief Executive Officer
Steve Dykes, Treasurer
Judy Gough, Executive Secretary

III. Report of the President - Mrs. Alfred S. Wilsey

A. Consideration and Possible Action to Approve the Minutes of the September 9, 1999 Meeting of the Executive Committee of the Board of Trustees (See Appendix A) filed under minutes.

B. Consideration and Possible Action to Adopt a Resolution Recommended by the Executive Committee of the Board of Trustees of the Corporation of The Fine Arts Museums that Herzog & de Meuron Architekten AG in Association with Fong & Chan Architects Proceed with the Design and Engineering of a New de Young Museum in Golden Gate Park and that the President of the Board of Trustees and Chief Executive Officer of the Corporation of The Fine Arts Museums Are Authorized to Take All Necessary Steps to Implement and Expedite the Design and Engineering of a New de Young Museum in Golden Gate Park, including the Expenditure of Funds, Execution of Necessary Agreements, Commencement of the Environmental Review Process, and the Initiation of Review by Public Agencies as Required (To be distributed)

C. Report on the Public Campaign to Build a New de Young Museum in Golden Gate Park

D. Other Informational Items

IV. Report of the Chief Executive Officer - Harry S. Parker III

A. Report on COFAM Operating Budget as of August 31, 1999 (See Appendix B)

B. Consideration and Possible Action to Adopt a Resolution Authorizing the Opening of an Account at Charles Schwab & Co.

RESOLVED, That the Board of Trustees of the Corporation of The Fine Arts Museums does hereby authorize the Treasurer and Controller of the Corporation to open an account in the name of the Corporation at the firm of Charles Schwab & Co., for the sole purpose of receiving and selling gifted shares of stocks to this Corporation; and be it

FURTHER RESOLVED, That this account remains in full force until rescinded or modified by this Board.

C. Consideration and Possible Action to Adopt a Resolution Covering the Transfer of Shares at Charles Schwab & Co.

RESOLVED, That any one of the following officers and employees of the Corporation of The Fine Arts Museums, to wit:

Harry S. Parker III, Chief Executive Officer
Stephen E. Dykes, Treasurer
Barbara Boucke, Deputy Director for Development
Robert M. Cullison, Controller

and is authorized to sell, assign, transfer or dispose of any stocks, bonds, or other securities now or hereafter owned or held by the Corporation at Charles Schwab & Co.; and be it

FURTHER RESOLVED, That any Transfer Agent, Registrar or issuer of securities to whom a copy of this resolution shall be delivered may rely upon this resolution until such time as written notice of any change, amendment or cancellation thereof shall have been received by such Transfer Agent, Registrar or issuer of securities.

D. Consideration and Possible Action to Adopt a Resolution Authorizing the Transfer of Stock

RESOLVED, That the Board of Trustees of the Corporation of The Fine Arts Museums (COFAM) does hereby authorize that any two of the following individuals are fully authorized and empowered to sell, assign, transfer, and deliver any and all shares of stock, bonds, debentures, notes, evidences of indebtedness, or other securities now or hereafter standing in the name of or owned by this Corporation and to make, execute, and deliver any and all written instruments necessary or proper to effectuate the authority hereby conferred, including execution of all written instructions necessary for our nominees, Wells Fargo Bank, Dresdner RCM Global Investors, and Merrill Lynch, to implement the transaction.

Authorized Individuals:
Harry S. Parker III
Stephen E. Dykes, Treasurer
Barbara Boucke, Deputy Director for Development
Robert M. Cullison, Controller

E. Other Informational Items

V. Report of the Budget Committee - Richard H. Finn, Chair and Vice President

A. Consideration and Possible Action to Approve the Fiscal Year 1999-2000 Operating Budget (See Appendix C)

RESOLVED, That upon the recommendation of the COFAM Budget Committee, the Board of Trustees hereby approve the FY 1999-2000 Operating Budget Proposal of $13.7 million.

VI. Report of the Annual Support Committee - Mrs. Ray Dolby, Chair and Vice President

VII. Report of the Fine Arts Museums Foundation - Charles Crocker, President

VIII. Adjournment - Mrs. Alfred S. Wilsey, President

abt9910

Public Meeting Requirements Relating to Accessibility

The subsequent information is in compliance with the Americans with Disabilities Act (ADA); the following will be made available upon request:

1. American sign language interpreters
2. A sound enhancement system
3. An agenda of meeting available in alternative formats and
4. A reader during the meeting

To arrange for the above services, please contact Judy Gough at (415) 750-3669 at least two working days prior to a meeting. A late request will be honored if possible. Meeting agendas are available on the Fine Arts Museums of San Francisco website, *www.thinker.org.*

In order to assist the City's efforts to accommodate persons with severe allergies, environmental illnesses, multiple chemical sensitivity or related disabilities, those attending public meetings are reminded that other may be sensitive to various chemical based products. Please help the City to accommodate these individuals.

The MUNI's wheelchair-accessible No. 44 line (south bound) stops in front of the de Young Museum. The No. 44 line (north bound) stops in front of the Academy of Sciences. For access to the de Young Museum by BART from the East Bay, get off at the New Montgomery Station.

Take MUNI's No. 38 line (Geary) to 6th Avenue and transfer to the No. 44 line (O'Shaughnessy). For access to the de Young Museum by BART from Daly City, get off at the Civic Center Station. Take MUNI's No. 71 line (outbound) and transfer at 6th Avenue at Lincoln Way to the No. 44 line (O'Shaughnessy).

There is accessible parking spaces (disabled-designated) available at the following locations: a) the de Young Museum parking lot (driveway access at 10th Avenue and Kennedy Drive); and b) the Music Concourse area, east end (access from Tea Garden Drive).

Accessible seating for persons with disabilities (including those using wheelchairs) will be available. For Telecommunication Device for the Deaf (TDD), the Museums use the California Relay Service.

Know Your Rights Under the Sunshine Ordinance

Government's duty is to serve the public, reaching its decisions in full view of the public. Commissions, boards, councils, and other agencies of the City and County exist to conduct the people's business. This ordinance assures that deliberations are conducted before the people and that City operations are open to the people's review.

For more information on your rights under the Sunshine Ordinance (Chapter 67 of the San Francisco Administrative Code) or to report a violation of the ordinance, contact the Sunshine Ordinance Task Force at 554-6075.

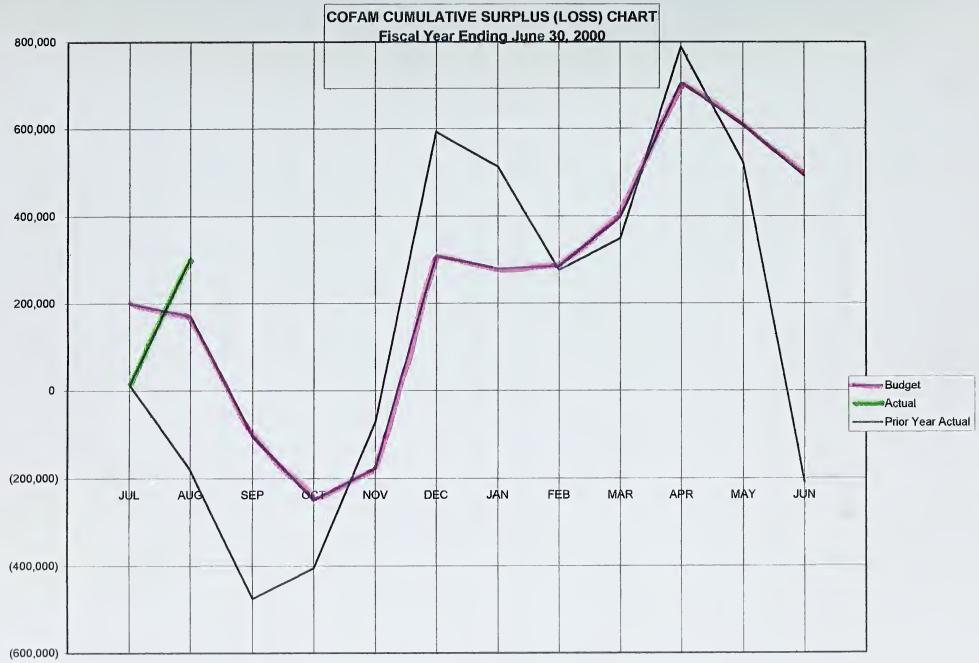
If you are unable to attend the meeting, you may submit written comments to Judy Gough, Fine Arts Museums of San Francisco, 233 Post Street, 6th Floor, San Francisco, CA, 94108.

Abt9910

COFAM Budget Report For The Month Ended 31 August 1999

	Page
Cumulative Surplus (Loss) Chart	
Narrative	
Resources & Expenses	1
Annual Contributions	5
Stores	6
Exhibition Program	7
Balance Sheet	9

Exhibit B


COFAM CUMULATIVE SURPLUS (LOSS) CHART
Fiscal Year Ending June 30, 2000
800,000
600,000
400,000
200,000
0
(200,000)
(400,000)
(600,000)
JUL
AUG
SEP
OCT
NOV
DEC
JAN
FEB
MAR
APR
MAY
JUN
Budget
Actual
Prior Year Actual

COFAM Operating Budget-In-Brief
Month Ended 31 August 1999

Overview

Cumulative two month operating results were $305k –about $134k better than budget, owing to a good summer, bolstered by the *Assisi* show at the Legion; and expenses coming in lower than expected. However, when $61k in a final special charge for last year's early retirement offering and $54k in plant fund depreciation expense are taken into account, the bottom line was $190k.

The COFAM Reserve was $1,684 at 8/31/99. This was about the same level as July but substantially better than $1,152 at 6/30/99. The June reserve level is typically the lowest of the fiscal year because of year end expenses. Board policy requires at least a $2 million reserve, but faltering de Young operations continue to erode COFAM's liquid assets.

Highlights

Resources were up $73k. Annual contributions ran $51k ahead, led by foundation grants and the Friends program. Revenues were $49k over budget, with member dues $48k higher than forecast.

Personnel expenses were down $23k; other expenses were down $41k.

It's important to note that this is the first budget report, which includes City reimbursement of COFAM expenses. This is a key element worth $596k to balance the budget along with raising the endowment distribution rate one-half percent to 4.5% worth $362k, and $280k in net savings from the early retirement offering by leaving positions vacant.

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$ in thousands

	(1) August		(2) 2-Months			(3)		(4)	
	Original Budget	Actual	Original Budget	Actual	Variance to Y-T-D Budget	Original Budget	% Actual To Budget	Actual Prior Year At 2 Months	
Support									
1) Annual Contributions	57	114	174	225	51	2,665	8%	220	See page 5
2) Bequests and Major Unrestricted Gifts	0	0	0	0	0	0	0%	0	
3) Foundation Endowment Support	137	137	273	273	0	1,638	17%	213	
4) Specified Funds									
--Curatorial/Conservation	27	29	51	48	(4)	341	14%	59	
--Publications	5	9	5	9	4	85	11%	0	
--Exhibitions	16	27	96	84	(12)	320	26%	26	
--Education Programs	15	4	27	5	(22)	372	1%	5	
--General	2	4	4	8	4	97	8%	4	
Subtotal Specified Funds	66	73	184	154	(30)	1,216	13%	94	
5) COFAM Investment income	8	11	10	14	4	140	10%	11	
Subtotal Support	267	334	641	665	24	5,659	12%	538	

COFAM FY 1999-00 Operating Budget At August 31, 1999 (2 Months -- 16.7% Of The Budget Year)

$ in thousands

	(1) August		(2) 2-Months			(3)		(4)	
	Original Budget	Actual	Original Budget	Actual	Variance to Y-T-D Budget	Original Budget	% Actual To Budget	Actual Prior Year At 2 Months	
Revenue									See page 6.
6) Museum Store Sales	214	223	376	400	24	2,203	18%	273	
Less Discounts	(11)	(7)	(19)	(16)	4	(110)	14%	(13)	
Less Cost of Goods	(109)	(112)	(190)	(206)	(16)	(1,113)	19%	(144)	
Less Commissions and Royalties	(1)	0	(1)	0	1	(9)	0%	0	
Gross Profit	94	104	165	177	12	970	18%	116	
7) Facilities Rental Gross	43	35	65	56	(9)	720	8%	45	
8) Benefits Gross Income / Art Point	0	9	14	9	(5)	199	5%	6	
9) General Admissions COFAM Net	186	186	359	359	(0)	1,722	21%	242	
10) Food & Beverage Concession Fees	15	15	30	26	(4)	157	16%	23	
11) Exhibition Program Earned Income	10	15	10	19	9	236	8%	13	See pages 7 and 8.
14)FAM Membership Dues	254	286	458	506	48	2,789	18%	464	
15) Conservation Services	27	47	57	64	6	400	16%	46	
16) Miscellaneous									
--Development Trip Fees	0	0	0	0	0	213	0%	7	
--Publication Sales Net	6	6	11	6	(5)	68	9%	2	
--Other Fees	22	14	33	29	(4)	260	11%	27	
Subtotal Revenue	656	716	1,201	1,250	49	7,734	16%	992	
Total Support & Revenue	923	1,050	1,843	1,915	73	13,393	14%	1,529	

Museum Attendance:

August 1999: 73,739 visitors, 54.4% paid, budgeted - 73,739 visitors, 42.1% paid.
Year to Date: 139,545 visitors, 46.8% paid, budgeted - 139,545, 42.1% paid.

Membership:

Year to date: 8,563 dues paid members averaging $59.09 per member
compared to budgeted goals of 7,388 dues paid members averaging $61.99 per member.
Current active paying members = 54,792

COFAM FY 1999-00 Operating Budget At August 31, 1999 (2 Months -- 16.7% Of The Budget Year)

$ in thousands	(1) August		(2) 2-Months			(3)		(4)
	Original Budget	Actual	Original Budget	Actual	Variance to Y-T-D Budget	Original Budget	% Actual To Budget	Actual Prior Year At 2 Months
EXPENSES								
Personnel Expenses								
17) Curatorial								
Curatorial/Conservation/Education	183	182	318	316	(2)	2,378	13%	314
Project Funded Employees	55	51	81	80	(1)	595	13%	72
Exhibit Group	65	58	101	94	(6)	840	11%	107
Exhibit Program Temporary Labor	31	16	39	24	(15)	297	8%	20
18) Development								
Development - General	42	41	70	69	(1)	545	13%	65
Membership	29	27	48	45	(2)	376	12%	60
19) Administration								
Administration General	95	101	145	151	6	1,232	12%	188
Media Relations & Advertising	16	15	27	26	(1)	204	13%	38
Operations Group	24	24	39	40	1	305	13%	44
Stores	22	19	67	65	(2)	411	16%	59
Facilities Rental	6	5	10	9	(0)	73	13%	16
Subtotal Personnel	566	540	943	920	(23)	7,257	13%	983

$ in thousands

	(1) August		(2) 2-Months			(3)		(4)
	Original Budget	Actual	Original Budget	Actual	Variance to Y-T-D Budget	Original Budget	% Actual To Budget	Actual Prior Year At 2 Months
Other Expenses								
20) Curatorial								
Curatorial/Conservation/Education	59	40	85	65	(20)	709	9%	47
Publications	5	0	5	0	(5)	85	0%	0
Exhibit Group	11	7	14	10	(4)	132	7%	24
Exhibit Program	54	68	161	200	39	1,224	16%	199
21) Development								
Development - General	22	22	31	30	(1)	584	5%	21
Art Point	2	2	16	7	(9)	111	7%	6
Benefits	0	0	0	3	3	99	3%	4
Membership	46	69	95	118	23	462	26%	170
Magazine / Guide	4	4	11	10	(1)	337	3%	21
22) Administration								
Administration General	89	49	180	140	(40)	1,114	13%	114
Media Relations & Advertising	68	29	79	68	(11)	472	14%	18
Operations Group	52	62	95	93	(3)	620	15%	89
Stores	8	6	11	9	(2)	94	9%	12
Facilities Rental	16	5	19	8	(11)	199	4%	2
Subtotal Other Expenses	436	364	802	761	(41)	6,240	12%	726
City Partial Reimbursement for Education Program / Administration and Building Operation Expenses	(49)	(49)	(74)	(71)	3	(596)	12%	0
Total Expenses	952	854	1,671	1,610	(61)	12,901	12%	1,710
SUPPORT & REVENUE OVER EXPENSES	(29)	196	171	305	134	491	62%	(180)
EARLY RETIREMENT CHARGES	0	(61)	(61)	(61)	0	(61)	100%	0
LESS PLANT FUND DEPRECIATION	(27)	(25)	(54)	(54)	0	(325)	17%	(50)
THE BOTTOM LINE	(56)	110	56	190	134	105	180%	(50)

Appendix A - Annual Contributions Report -- Month Ending August 31, 1999 (16.67% Of The Budget Year)
$ in thousands

(1)	(2)			(3)				(4)	
Contribution Categories	August 1999 Actuals	Budget	August 1, 1998 Actuals	Year To Date Budget	Actuals	Variance to Y-T-D Budget	Prior Year Actuals	Current Year Annual Goals	Current Year % of Annual Goals Achieved
1) Associates ($5,000 and up)	33	20	78	95	96	1	144	1,550	6.2%
2) Patrons ($2,500 - $5,000)	8	5	5	15	23	8	8	130	17.3%
3) Friends ($1,000 - $2,500)	30	15	24	30	45	15	56	475	9.4%
4) National Council/Other	2	5	4	10	4	(6)	5	60	6.8%
5) Mail Drive	1	1	0	2	2	0	0	105	2.0%
6) Phone Campaign	5	0	0	0	5	5	0	95	5.1%
7) Business	5	6	0	7	5	(2)	6	150	3.6%
8) Foundations	30	5	0	15	45	30	2	100	45.1%
	114	57	112	174	225	51	220	2,665	8.4%

Appendix "B" -- Stores Report: 1 Month Ended July 31,1999
$ In thousands

	In House Merchandising				Outside Merchandising	
	(1) deYoung Store		(2) Legion Store		(3) Wholesale & Royalties	
	Budget	Actual	Budget	Actual	Budget	Actual
Sales	111	112	176	174	12	38
Discounts	(7)	(5)	(9)	(8)		
Cost of Goods	(57)	(58)	(86)	(89)	(8)	(18)
Commissions & Royalties	0	0	0	0	(1)	0
Gross Profit	48	49	81	78	4	20
Personnel Expenses	31	42	20	18	0	0
Other Expenses	5	5	2	3	1	0
Total Expenses	36	47	22	20	1	0
Gross Profit Over Expenses	12	2	58	57	3	20
Variance to Year To Date		(10)		(1)		17

	Exhibition Merchandising					
	(4) St Francis of Assisi Store		(5) O'Keeffe Store		(6) Grand Totals	
	Budget	Actual	Budget	Actual	Budget	Actual
Sales	76	75	0	0	376	400
Discounts	(4)	(3)	0	0	(19)	(16)
Cost of Goods	(40)	(41)	0	0	(190)	(206)
Commissions	0	0	0	0	(1)	0
Gross Profit	33	31	0	0	165	177
Personnel Expenses	3	5	0	0	67	65
Other Expenses	3	2	0	0	11	9
Total Expenses	6	7	0	0	78	74
Gross Profit Over Expenses	27	24	0	0	88	104
Variance to Year To Date		(2)		0		16

Appendix "C" -- Exhibition Program FY 1999-2000

		v e n u e	(1) Runs		(2) Cost		(3) Gifts and Grants		(4) Income		(5) Nets	
					Original	Revised	Original	Revised	Original	Revised	Original	Revised
	In-House Exhibitions											
1	Theater and Dance Collection (for Nancy Baer) (116)	D	01-May-99	05-Sep-99	1,901						(1,901)	
2	Claes Oldenberg (162)	L	05-Jun-99	19-Sep-99	-						0	
3	Francis Bacon (106)	L	12-Jun-99	02-Aug-99	6,721						(6,721)	
4	Saxe Collection (163)	D	26-Jun-99	17-Oct-99	22,713						(22,713)	
5	The Treasury of St. Francis of Aesisi (172)	L	24-Jul-99	14-Nov-99	243,749		96,000	Burke, A. Wilsey, Osher, M. Wilsey, McWilliams, Doll, Lippi			(147,749)	
6	Wedding Dresses from Permanent Collection (136)	D	01-Dec-99	01-Jun-00	6,161						(6,161)	
7	Logan Book Gallery (3 rotations) (165)	L	ongoing		9,360						(9,360)	
8	Reinstall Legion Gallery 1 (166)	L	28-Aug-99	ongoing	5,804						(5,804)	
9	Anderson: Richard Diebenkorn's 41 Etchings (120)	L	25-Sep-99	30-Jan-00	14,046						(14,046)	
10	Alain Kirili:Dialogue with Rodin (126)	L	09-Oct-99	02-Jan-00	31,063		13,300	Fr. Cult. Grant, Aeeociation Francais			(17,763)	
11	Gantner-Myer Collection of Aboriginal Art (160)	L	16-Sep-99	09-Jan-00	125,767		0	Net.com			(125,767)	
12	Art for Elders	D	28-Sep-99	03-Oct-99	-						0	
13	Herzog and de Meuron Model (128)	D	14-Oct-99	02-Jan-00	25,560		25,000	New de Young			(560)	
14	The Wiedersperg Collection (169)	D	18-Dec-99	30-Jun-00	68,762						(68,762)	
15	Artists Investigate the de Young (Helfand) (167)	D	20-Nov-99	12-Mar-00	100,503		1,000	Frankel Gallery			(99,503)	
16	Narratives of African Am. Art: David Driskell (113)	D	20-Nov-99	13-Feb-00	49,464						(49,464)	
17	Achenbach TBA (137)	D	Jan 22-00	15-Apr-00	9,472						(9,472)	
18	Anderson: Legendary Lithography Prints from ULAE(117)	L	05-Feb-00	14-May-00	12,506						(12,506)	

Continued...

Appendix "C" -- Exhibition Program FY 1999-2000

		v e n u e	(1) Runs		(2) Cost		(3) Gifts and Grants		(4) Income		(5) Nets	
					Original	Revised	Original	Revised	Original	Revised	Original	Revised
19	Georgia O'Keeffe: Poetry of Things (103)	L	19-Feb-00	14-May-00	319,155			Claritin reimb.	193,160		(125,995)	
									300/hour adm , 60% paid @ $2, $20k audio			
20	Costumes (TBA) changed	D	01-Feb-00	01-Aug-00	-						0	
21	Hands and Minds (cancelled)	D	11-Mar-00	15-Apr-00	-						0	
22	Bouquets to Art	L	14-Mar-00	18-Mar-00	-						0	
23	Leonard Baskin (131)	D	29-Apr-00	06-Aug-00	10,182						(10,182)	
24	Textiles: Recent Acquisitions (138)	D	05-May-00	01-Nov-00	5,888						(5,888)	
25	Youth Arts Festival	D	02-May-00	14-May-00	-						0	
26	Bruce Conner (178)	D	21-May-00	30-Jul-00	187,987		110,000	Root			(77,987)	
27	Wayne Thiebaud (144)	L	10-Jun-00	03-Sep-00	252,531		75,000	Root	32,570		(144,961)	
									175/hr.adm , 60% paid @ $2, $8k audio			
28	Achenbach Recent Acquisitions	L	canceled		-						0	
29	City Hall (153)		01-Oct-99	30-Jun-00	10,000							
			Subtotal In-House Exhibits		1,521,315	-	320,300	-	225,730	-	(965,285)	0
	FAM Travelling Exhibitions											
30	Ancient Glass from the Holy Land (may travel to DC)								10,000		10,000	
31	Thiebaud (travels in 00/01)										0	
32	Charles Jones (hope to travel)										0	
33	Gantner Myer (hope to travel)										0	
	Subtotal Traveling Tours				0	0	0	0	10,000	0	10,000	0
	Total In House and Traveling Exhibitions				1,521,316	0	320,300	0	235,730	0	(955,285)	0
			Temporary Exhibition Personnel Costs =			297,238						
			Other Expense	=		1,224,078						
			TOTAL			1,521,316						

ASSETS	
Cash	337
Cash Equivalents	4,313
Accounts Receivable	4,119
Prepaid Expenses	133
Note Receivable	250
Inventory - Store	1,067
Inventory - Publications	406
Investment in Bonds	700
Furniture & Equipment (Net)	341
	11,666

LIABILITIES & FUND BALANCES	
Accounts Payable	519
Other Accrued Liabilities	4,058
Deferred Income - Restricted	3,208
Deferred Income - Unrestricted	3,582
Fund Balances	0
Unrestricted Fund	2,191
Plant Fund	(2,174)
Revenues over Expenses (Note 2)	282
	11,666

COFAM Reserve At 8/31/99 1,684

Note 1 -- Reserve Formula

Cash & Cash Equivalents	4,650
Bonds	700
Accounts Receivable	4,119
Less Accounts Payable	(519)
Less Other Accrued Liabilities	(4,058)
Less Deferred Income - Restricted	(3,208)
	1,684

Note 2 -- Revenues over Expenses

Operating Revenue over Expenses	305
Less Plant Fund	(62)
Plus Restricted Funds	39
Less Airport Fund	0
Surplus / (Deficit)	282

ASSETS	
Cash	573
Cash Equivalents	4,283
Accounts Receivable	4,063
Prepaid Expenses	125
Note Receivable	250
Inventory - Store	1,022
Inventory - Publications	413
Investment in Bonds	700
Furniture & Equipment (Net)	368
	11,797

LIABILITIES & FUND BALANCES	
Accounts Payable	636
Other Accrued Liabilities	4,034
Deferred Income - Restricted	3,297
Deferred Income - Unrestricted	3,713
Fund Balances	
Unrestricted Fund	2,191
Plant Fund	(2,174)
Revenues over Expenses (Note 2)	100
	11,797

COFAM Reserve At 7/31/99	1,652

Note 1 -- Reserve Formula

Cash & Cash Equivalents	4,856
Bonds	700
Accounts Receivable	4,063
Less Accounts Payable	(636)
Less Other Accrued Liabilities	(4,034)
Less Deferred Income - Restricted	(3,297)
	1,652

Note 2 -- Revenues over Expenses

Operating Revenue over Expenses	98
Less Plant Fund	(32)
Plus Restricted Funds	34
Less Airport Fund	0
Surplus / (Deficit)	100

COFAM FY 1999-2000 Final Operating Budget Proposal Summary
6 October 1999

Overview

A balanced operating budget proposal has been achieved with operating results at $492k, less $61k in early retirement offering final charges and $325k in plant fund depreciation costs, for a projected overall surplus of $106k [k = thousands of dollars].

Since the board approved the interim budget in June, two outstanding matters were settled. First, the City approved $596k to reimburse COFAM for educational programs and building operating expenses. Second, 11 employees took the COFAM early retirement offer. After reorganization costs to continue to provide services without filling 7.5 vacated positions, net ongoing savings amounted to $280k.

In addition, the operating budget was previously bolstered by increasing the endowment distribution, raising general admission fees at the Legion, stepping up membership dues, and taking up facility rental fees. Expenses have been held down as much as possible, including a job freeze and no professional and management salary increases.

As always, revenues are driven by major shows. The Legion will host *The Treasures of St. Francis of Assisi* (7/24 – 11/14/99), *Georgia O'Keefe: The Poetry of Things* (2/19 – 5/14/00), and *Wayne Thiebaud: A Paintings Retrospective* (6/10 – 9/3/00). The de Young will feature *The Art of Craft: Contemporary Works From The Saxe Collection* (6/26 – 10/17/99), *Museum Pieces: Bay Area Artists Envision the de Young]* (11/20/99 – 3/12/00), and *2000 BC: The Bruce Conner Story Part II* (5/21 – 7/30/00). Total attendance is forecast to be 710k compared to 889k last year with the *Impressionists* show downtown.

For all the efforts to pump up resources and contain / reduce expenses, the overarching financial theme continues to be addressing the structural deficit created by the de Young, which can no longer house major shows. To get a better grip on operating difficulties before a new de Young opens, senior management and the Budget Committee are updating long-range financial projections, which will be provided to the board in January.

# # #

The following notes highlight major resource and expense items in the same format as the monthly budget reports. For the numbers-oriented, the

budget document is backed by appendices, which explain the summary numbers in detail.

Support -- $5.7 Million

Annual Contributions have a $2,665k goal, up a nominal $10k from last year's goal, recognizing that this is an ambitious undertaking because the de Young capital campaign will be occurring at the same time.

Foundation Endowment Support at $1,638k is up $362k by raising the distribution rate to 4.5% from 4% on a 24-month trailing average value at March 31st, which captured substantial bull market stock appreciation.

Specified Funds include known restricted grants and donations. New de Young planning funds and expenses have been pulled from the operating budget to the Plant Fund (capital budget) to recognize that the project is moving rapidly from conceptual planning to architectural drawings and specifications.

COFAM Investment Income at $140k is earned on short-term cash investments, managed by Wells Fargo, plus interests from gifts of bonds, which by their terms cannot be sold at this time.

Revenue -- $7.7 Million

The visitor forecast drives general admission revenue, special exhibition fees, store sales and café concession fees. Predicting the number of visitors is based on recent attendance patterns and anticipated exhibition popularity. It's not science; it's a judgement call, which bears close scrutiny and revision as necessary.

For next year, total attendance is projected to be 710k with 431k museum goers at the Legion and 279k at the de Young / Asian. Effective July 1st admission fees went up $1 at the Legion to $8 for adults, $6 seniors, $5 youths, and children under age 12 continue to be free, as are members, San Francisco K-12 students, and educational groups. The de Young programs and low attendance did not warrant taking up entrance fees.

The Legion is currently running 45% paid, compared to the de Young at 38%. While COFAM gets all Legion fees, the de Young / Asian admission proceeds are split 50-50 between COFAM and the Asian Art Museum Foundation.

General Admissions revenue is pegged at $1,722k. In turn, forecast attendance of 710k visitors yields **Store Gross Profits** of $971k and a net of

about $465k. **Food and Beverage Concession Fees** at $157k are close to last year.

Facility Rental Gross Income at $720k is based upon 57 corporate rentals grossing $570k and 104 Legion Café and Gould Theater rentals grossing $150k. Rental rates were increased on 1/1/99 by $1,000 taking two hour museum viewings to $8,500 and four hours to $10,500.

Benefits Gross Income / ArtPoint at $199k includes the Christmas Gala, the American Art benefit, and several ArtPoint events.

Exhibition Program Earned Income at $236k is based on a $2 surcharge for both the O'Keefe and Thiebaud shows plus audio tour fees.

Membership Dues income at $2,789k is close to last year's. This projection is based upon higher fees and 45k members, compared to 53k currently (and 43k in the interim budget). Fewer members are expected due to the return of a "normal" exhibition program and price resistance to dues hikes, which went up on July 1st as follows: Participating (single) to $60 from $50, Contributing to $125 from $100, Family to $70 from $60, and ArtPoint to $85 from $75. Current members may renew at the old rates before December 31st , so the full impact of dues increases will not occur until next fiscal year.

Conservation Service Fees are paid by outside lab clients. Fee income is offset by additional lab expenses, with the Museums gaining some conservator time for the permanent collections and travelling exhibitions.

Development Trip Fees and expenses are budgeted to break even.

Publications Sales Net is income from the sale of the Museums' own publications, especially exhibition catalogues for FAM-organized shows.

Other Fees run the gamut from docent lecture fees to photo reproduction use rights.

Total Expenses & City Reimbursement

Total expenses are pegged at $ 13,497k, with $7,256k in personnel costs and $6,241k in other expenses. The new $596k in City support will be treated as a COFAM expense reimbursement, lowering total expenses to $12,901k.

Personnel Expenses -- $7.3 Million

In FY 99-00, the Museums have a combined COFAM / City ongoing workforce of 171 positions – 85.5 are on COFAM's payroll, and 85.5 are on the City's. The COFAM job count is down 7.5 positions due to the early retirement offering. City positions are up by 9.5 new guards to staff the

special exhibit galleries in both museums, ending the practice of COFAM paying for exhibit contract guards. However, the request for 9 more guards to improve permanent gallery security was turned down by the Mayor's Office.

COFAM union wages went up 1.75% on July 1st, and will go up another 1.5% on December 26th. There are no promotions or raises at this time for professional and management employees. Benefit costs for all employees are close to last year at 27% of salaries.

Other Expenses -- $6.2 Million

At $6.2 million other expenses are running about $1.7 million lower than FY 98-99, primarily because of a drop in exhibit costs from $2.9 million to a more "normal" $1.5 million program in contrast to last year's three big shows (Picasso, Impressionists, and V&A). Operating costs are also down because new de Young planning expenses have been moved from the operating budget to the plant fund (capital budget).

Other expenses are detailed at the department and project levels in Appendix "I" on page 14.

The Bottom Line

Assuming that the fiscal year goes according to plan – always a debatable assumption, this budget proposal forecasts an operating surplus of $492k, which will be offset by $61k in early retirement offering final charges, estimated plant fund costs of $325k for an overall surplus of $106k. Throughout the year, actual results will be analyzed each month and reported to the board with any necessary adjustments to keep the balanced budget plan on course.

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COFAM FY 1999-2000 Final Operating Budget Proposal

6 October 1999

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COFA[illegible]ISCAL YEAR 99 - 00 OPERATING BUDGET PROPOS[illegible]

$ in thousands	(1) FY 97-98 Actual	(2) 98-99 Pre-Audit Results	(3) FY 99-00 Interim Proposal	(4) FY 99-00 Final Proposal	(5) Variance Interim to Final	Notes
SUPPORT & REVENUE						
Support						
1) Annual Contributions	3,041	2,695	2,665	2,665	-	See Appendix A page 5.
2) Bequests and Major Unrestricted Gifts	638	2	-		-	
3) Foundation Endowment Support	1,109	1,276	1,638	1,638	-	To 4.5% from 4% on two year average market value.
4) Specified Funds						See Appendix B page 6.
--Curatorial/Conservation	452	545	398	341	(57)	
--Publications	-	-	75	85	10	
--Exhibitions	298	524	274	320	46	See Appendix C pages 7 and 8.
--Education Programs	354	370	363	372	9	
--New deYoung Planning	602	737	-	-	-	New deYoung to Plant fund.
--General	103	88	37	97	60	
Subtotal Specified Funds	1,809	2,264	1,147	1,215	68	
5) COFAM Investment Income	152	144	150	140	(10)	
Subtotal Support	6,749	6,381	5,600	5,658	58	

COFA... FISCAL YEAR 99 - 00 OPERATING BUDGET PROPOS...

$ in thousands	(1) FY 97-98 Actual	(2) 98-99 Pre-Audit Results	(3) FY 99-00 Interim Proposal	(4) FY 99-00 Final Proposal	(5) Variance Interim to Final	Notes
Revenue						
6) Museum Store Sales	2,051	3,017	1,968	2,203	235	See Appendix D page 9.
Less Discounts	(102)	(152)	(98)	(110)	(12)	
Less Cost of Goods	(1,076)	(1,391)	(1,017)	(1,113)	(96)	
Less Commissions and Royalties	(2)	(57)	(9)	(9)	-	
Less Exhibition Catalogs Write Offs	-	(113)	-	-	-	
Gross Profit	871	1,305	844	971	127	
7) Facilities Rental Gross	594	672	720	720	-	Corporate Evenings $570K, Legion Café/Theater $150K.
8) Benefits Gross Income / ArtPoint	244	168	249	199	(50)	Christmas Gala / American Art / ArtPoint Fall and Spring events.
9) General Admissions COFAM Net	1,472	1,591	1,656	1,722	66	See Appendix E page 10. Legion fees up $1.
10) Food & Beverage Concession Fees	158	163	148	157	9	See Appendix F page 11.
11) Exhibition Program Earned Income	425	1,881	226	236	10	See Appendix C pages 7 and 8.
12)FAM Membership Dues	2,341	2,805	2,617	2,789	172	See Appendix G page 12. Raises dues. Member count drops to 45K from 53K.
13) Conservation Services	321	322	379	400	21	
14) Miscellaneous						
--Development Trip Fees	216	236	213	213	-	
--Publication Sales Net	162	222	68	68	-	
--Other Fees	375	309	260	260	-	See Appendix H page 13.
Subtotal Revenue	7,178	9,674	7,380	7,735	355	
Total Support & Revenue	13,926	16,055	12,980	13,393	413	

COFA[illegible]FISCAL YEAR 99 - 00 OPERATING BUDGET PROPOS[illegible]

$ in thousands	(1) FY 97-98 Actual	(2) 98-99 Pre-Audit Results	(3) FY 99-00 Interim Proposal	(4) FY 99-00 Final Proposal	(5) Variance interim to Final	Notes
EXPENSES						
Personnel Expenses						No professional and managerial salary increase.
15) Curatorial						Union wage increases: @ 7/1 = 1.75% @ 12/26 = 1.5%.
Curatorial/Conservation/Education	2,272	2,356	2,443	2,378	(65)	Benefits = 27% of salaries.
Project Funded/Term Employees	451	548	490	595	105	
Exhibit Group	777	835	897	840	(57)	85.5 COFAM operating positions.
Exhibit Program Temporary Labor	152	313	276	297	21	
16) Development						85.5 City positions.
						171 total positions.
Development - General	486	527	533	545	12	
Membership	436	488	427	376	(51)	
17) Administration						
Administration General	1,153	1,232	1,278	1,232	(46)	
Media Relations & Advertising	257	295	285	204	(81)	
New deYoung Planning	169	177	-	-	-	New deYoung to Plant Fund.
Operations Group	309	337	343	305	(38)	
Stores	481	556	455	411	(44)	
Facilities Rental	190	203	81	73	(8)	
Subtotal Personnel	7,133	7,869	7,508	7,256	(252)	

FAM FISCAL YEAR 99 - 00 OPERATING BUDGET PROPOS

$ in thousands	(1) FY 97-98 Actual	(2) 98-99 Pre-Audit Results	(3) FY 99-00 Interim Proposal	(4) FY 99-00 Final Proposal	(5) Variance Interim to Final	Notes
Other Expenses						See Appendix I page 14 for detaiis.
18) Curatorial						
Curatorial/Conservation/Education	573	579	756	709	(47)	
Publications	(2)	(9)	75	85	10	
Exhibit Group	107	98	114	132	18	
Exhibit Program	1,277	2,611	1,224	1,224	-	
19) Development						
Development - General	606	747	583	584	1	
Art Point	52	118	111	111	-	
Benefits	115	8	99	99	-	
Membership	403	538	461	462	1	
Magazine / Guide	243	251	337	337	-	
20) Administration						
Administration General	1,472	1,189	1,093	1,114	21	FY 97-98 Administration Other Expenses include $560K for bond i
Media Relations & Advertising	358	424	422	471	49	
New deYoung Planning	432	539	-	-	-	New deYoung to Plant Fund.
Operations Group	594	582	595	620	25	
Stores	85	152	68	94	26	
Facilities Rental	30	119	271	199	(72)	
Subtotal Other Expenses	6,345	7,946	6,209	6,241	32	
City Partial Reimbursement for Education Program / Administration and Building Operation Expenses		-	-	(596)	(596)	
Total Expenses	13,478	15,815	13,717	12,901	(816)	
SUPPORT & REVENUE OVER EXPENSES	**449**	**241**	**(737)**	**492**	**1,229**	
EARLY RETIREMENT CHARGES	-	(344)	-	(61)	(61)	
EARLY RETIREMENT HEALTH COVERAGE	-	(105)	-	-	-	
LESS PLANT FUND DEPRECIATION	(387)	(315)	(400)	(325)	75	
THE BOTTOM LINE	**62**	**(524)**	**(1,137)**	**106**	**1,304**	

$ in thousands

Contribution Categories	(1) FY 91-92 Actuals	(2) FY 92-93 Actuals	(3) FY 93-94 Actuals	(4) FY 94-95 Actuals	(5) FY 95-96 Actuals	(6) FY 96-97 Actuals	(7) FY 97-98 Actuals	(8) FY 98-99 Actuals	(9) FY 99-00 Goals
1) Associates ($5,000 and up)	888	968	928	1,002	1,066	1,416	2,059	1,599	1,550
2) Patrons ($2,500 - $5,000)	0	0	0	0	25	68	100	129	130
3) Friends ($1,000 - $2,500)	165	162	166	212	360	394	399	456	475
4) National Council/Other	85	7	10	18	49	61	62	61	60
5) Mail Drive	181	163	170	109	182	114	146	143	105
6) Phone Campaign	190	140	92	120	11	77	10	96	95
7) Business	108	127	64	71	98	117	132	122	150
8) Foundations	64	54	59	91	88	79	134	88	100
	1,681	1,621	1,489	1,623	1,879	2,326	3,042	2,694	2,665

APPENDIX SPECIFIED FUND REVENUE - FISCAL YEAR 1999-00

DESCRIPTION	Project #	BUDGET	SOURCE
CURATORIAL			
AMERICAN ART PERSONNEL COSTS		195,319	ROOT
CONSERVATION PERSONNEL (25% PTGS/OBJECTS)		64,372	ROOT
AMERICAN ART NON-AAA MICROFILM AND BOOKS	750	12,321	PERRY/BARCLEY
EUROPEAN FURNITURE CONSERVATION	786	6,000	VIELLES MAISON $2K, SCHUMACHER - $3K, TIBURON - $1K
AMERICAN COLLECTION IMAGING	616	8,979	CAC
CONSERVATION SUPPORT		25,900	COOK - (FAMF)
RARE BOOK AND PORTFOLIO STORAGE	625	25,000	McNEIL
TAC CONSERVATION INTERN	742	3,000	TAC
TOTAL CURATORIAL		340,891	
PUBLICATIONS			
GUIDE TO THE EUROPEAN GALLERIES	342	40,000	MELLON ENDOWMENT INCOME
ANDERSON COLLECTION	364	5,000	MELLON ENDOWMENT INCOME
KIRILI CATALOG	365	10,000	KIRILI
WIEDERSPERG COLLECTION	356	30,000	MELLON ENDOWMENT INCOME
		85,000	
EXHIBITIONS			
BRUCE CONNER	176	110,000	ROOT
WAYNE THIEBAUD	144	75,000	ROOT
ST FRANCIS OF ASSISI	172	96,000	BURKE - $25K, A WILSEY - $25K, OSHER - $25K, M WILSEY - $10K, McWILLIAMS - $5K, DOLL - $5K, LIPPI - $1K
KIRILI	126	13,300	FRENCH CULTURAL GRANT - $3K, ASSOCIATION FRANCAIS - $10K
MUSEUM PIECES ARTISTS INVESTIGATE	187	1,000	FRANKEL GALLERY
HERZOG AND de MEURON MODEL	128	25,000	NEW deYOUNG FUND
TOTAL EXHIBITIONS		320,300	
EDUCATION PROGRAMS			
EDUCATION PROGRAM - GENERAL		114,980	CALIFORNIA ARTS COUNCIL (CAC)
SCHOOL PROGRAM - GENERAL		26,900	HEARST - $18.8K, HARRISON - $7.4K, CAC - $700
POET IN THE GALLERIES	734	13,000	CAC - $5K, HARRISON - $5K, HEARST $6K
MUSEUM AMBASSADORS		92,700	ADAMS - $42.2, HEARST - $5K, LURIE - $2.5K, CAC - $19K, GAP - $10K, PUFFIN - $10K, GELLERT - $4K
DOING AND VIEWING		1,500	CAC - $1,500
GALLERY 1	758	11,000	CAC(SL)
RESOURCE CENTER FOR EDUCATORS	762	32,750	CAC(SL)
ARTISTS' STUDIO	801	46,750	CAC(SL) - $35K, MCNEIL - $11.8K
COLLEGE STUDIES SLIDES	827	12,500	McNEIL - $12.5K
BRADLEY ORGAN CONCERTS AND LECTURES	701	20,000	BRADLEY
TOTAL EDUCATION		372,080	
GENERAL			
de YOUNG TUESDAYS	719	12,000	ESSEY
FIRST WEDNESDAY EVENINGS	714	25,348	ESSEY
de YOUNG ADVERTISING AND PROMOTION		50,000	SF FOUNDATION
LEGION NIGHTS - 75TH BIRTHDAY		10,000	ESSEY
TOTAL GENERAL		97,348	
GRAND TOTAL		1,215,619	

Appendix -- Exhibition Program FY 1999-2000

		Venue	(1) Runs		(2) Cost		(3) Gifts and Grants			(4) Income		(5) Nets	
					Original	Revised	Original	Revised		Original	Revised	Original	Revised
	In-House Exhibitions												
1	Theater and Dance Collection (for Nancy Baer) (118)	D	01-May-99	05-Sep-99	1,901							(1,901)	
2	Claes Oldenberg (162)	L	05-Jun-99	19-Sep-99	-							0	
3	Francis Bacon (108)	L	12-Jun-99	02-Aug-99	6,721							(8,721)	
4	Saxe Collection (163)	D	26-Jun-99	17-Oct-99	22,713							(22,713)	
5	The Treasury of St. Francis of Assisi (172)	L	24-Jul-99	14-Nov-99	243,749		96,000	Burke, A. Wilsey, Osher, M. Wilsey, McWilliams, Doll, Lippi				(147,749)	
6	Wedding Dresses from Permanent Collection (136)	D	01-Dec-99	01-Jun-00	6,181							(6,181)	
7	Logan Book Gallery (3 rotations) (165)	L	ongoing		9,360							(9,360)	
8	Reinstall Legion Gallery 1 (166)	L	28-Aug-99	ongoing	5,804							(5,804)	
9	Anderson: Richard Diebenkorn's 41 Etchings (120)	L	25-Sep-99	30-Jan-00	14,046							(14,046)	
10	Alain Kirili Dialogue with Rodin (128)	L	09-Oct-99	02-Jan-00	31,063		13,300	Fr. Cult. Grant, Association Francais				(17,763)	
11	Gantner-Myer Collection of Aboriginsl Art (180)	L	16-Sep-99	09-Jan-00	125,767		0	Net.com				(125,767)	
12	Art for Elders	D	28-Sep-99	03-Oct-99	-							0	
13	Herzog and de Meuron Model (128)	D	14-Oct-99	02-Jan-00	25,560		25,000	New do Young				(560)	
14	The Wiedersperg Collection (169)	D	16-Dec-99	30-Jun-00	68,762							(68,762)	
15	Artists Investigate the de Young (Helfand) (187)	D	20-Nov-99	12-Mar-00	100,503		1,000	Frankel Gallery				(99,503)	
16	Narratives of African Am. Art: David Driskell (113)	D	20-Nov-99	13-Feb-00	49,464							(49,464)	
17	Achenbach TBA (137)	D	Jan 22-00	15-Apr-00	9,472							(9,472)	
18	Anderson: Legendary Lithography Prints from ULAE(117	L	05-Feb-00	14-May-00	12,506							(12,506)	

Continued

Appendix – Exhibition Program FY 1999-2000

		Venue	(1) Runs		(2) Cost		(3) Gifts and Grants		(4) Income		(5) Nets	
					Original	Revised	Original	Revised	Original	Revised	Original	Revised
19	Georgia O'Keeffe: Poetry of Things (103)	L	19-Feb-00	14-May-00	319,155			Claritin reimb	193,160		(125,995)	
20	Costumes (TBA) changed	D	01-Feb-00	01-Aug-00	-				300/hour adm , 60% paid @ $2, $20k audio		0	
21	Hands and Minds (cancelled)	D	11-Mar-00	15-Apr-00	-						0	
22	Bouquets to Art	L	14-Mar-00	18-Mar-00	-						0	
23	Leonard Baskin (131)	D	29-Apr-00	06-Aug-00	10,182						(10,182)	
24	Textiles: Recent Acquisitions (138)	D	05-May-00	01-Nov-00	5,888						(5,888)	
25	Youth Arts Festival	D	02-May-00	14-May-00	-						0	
26	Bruce Conner (178)	D	21-May-00	30-Jul-00	187,987		110,000	Root			(77,987)	
27	Wayne Thiebaud (144)	L	10-Jun-00	03-Sep-00	252,531		75,000	Root	32,570		(144,961)	
28	Achenbach Recent Acquisitions	L	canceled		-				175/hr adm , 60% paid @ $2, $8k audio		0	
29	City Hall (153)		01-Oct-99	30-Jun-00	10,000							
		Subtotal In-House Exhibits			1,521,315	-	320,300	-	225,730	-	(965,285)	0
	FAM Travelling Exhibitions											
30	Ancient Glass from the Holy Land (may travel to DC)								10,000		10,000	
31	Thiebaud (travels in 00/01)										0	
32	Charles Jones (hope to travel)										0	
33	Gantner Myer (hope to travel)										0	
	Subtotal Traveling Tours				0	0	0	0	10,000	0	10,000	0
	Total In House and Traveling Exhibitions				1,521,316	0	320,300	0	235,730	0	(955,285)	0

Temporary Exhibition Personnel Costs =		297,238
Other Expense	=	1,224,078
TOTAL		1,521,316

1. DeYOUNG STORE

DOLLARS PER HEAD BASED ON 7/98 -6/99 ACTUALS		$1.84
DEYOUNG VISITORS PROJECTION		278,500
DeYOUNG SALES	513,470	
DISCOUNTS @ 6%	(30,808)	
COGS @51%	(261,870)	
NET DeYOUNG SALES	220,792	

2. LEGION STORE

DOLLARS PER HEAD BASED ON 7/98 -6/99 ACTUALS		$2.17
LEGION VISITORS PROJECTION		431,000
LEGION SALES	936,692	
DISCOUNTS @ 5%	(46,835)	
COGS @49%	(458,979)	
NET LEGION SALES	430,878	

3. MERCHANDISING SALES

WHOLESALE	100,000
COGS @ 63%	(63,000)
COMMISSIONS @ 9%	(9,000)
	28,000
ROYALTIES	4,850

SELECTED EXHIBITION GROSS STORE SALES PER VISITOR

GREAT DUTCH PAINTINGS 2/91 - 5/91	1.73
ARMS AND ARMOR 2/92 - 5/92	2.49
TEOTIHUACAN 5/93 - 10/93	2.27
DEAD SEA SCROLLS 2/94 - 6/94	2.45
MONET AT GIVERNY 3/95 - 6/95	6.35
AUDUBON 2/96 - 4/96	2.40
FABERGE 5/96 - 7/96	8.06
BEAT CULTURE 10/96 - 12/96	1.69
LARCO - PERU 5/97 - 8/97	3.75
UTRECHT 9/97 - 11/97	1.65
HARLEM 1/98 - 3/98	3.51
PICASSO 11/98 - 1/99	3.61
IMPRESSIONISTS IN WINTER 1 - 5/99	5.92

4. O'KEEFFE STORE - 2/19/00 - 5/14/00

DOLLARS PER HEAD		$3.50
O'KEEFFE VISITORS PROJECTION		144,300
O'KEEFFE SALES	505,050	
DISCOUNTS @ 5%	(25,253)	
COGS @50%	(252,525)	
NET O'KEEFFE SALES	227,273	

5. ST FRANCIS OF ASSISI MINI STORE - 7/24/99 - 10/24/99

DOLLARS PER HEAD		$1.30
LEGION VISITORS PROJECTION		113,500
ST FRANCIS SALES	147,550	
DISCOUNTS @ 5%	(7,378)	
COGS @52%	(76,726)	
NET ST FRANCIS SALES	63,447	

6. TOTAL STORE SALES

SALES	2,202,763
DISCOUNTS @ 5%	(110,273)
COGS @ 53%	(1,113,100)
COMMISSIONS & ROYALTIES	(9,000)
TOTAL NET SALES	970,390
PERSONNEL COSTS	411,412
OTHER EXPENSES	94,320
TOTAL EXPENSES	505,732
NET PROFIT FROM OPERATIONS	464,658

APPENDIX E - ADMISSIONS REVENUE - FY 1999 - 2000

PER VISITOR REVENUE ASSUMPTIONS

ADMISSION FEES	Legion	deYoung/ Asian
Adult	$8	$7
Senior	6	5
Junior	5	4
Annuel Student Pass	10	10
Children under 12	Free	Free

deYoung revenue based on $2.48 per visitor. Based on actuels July 1998 - June 1999.

Legion revenue based on $3.44 per visitor.

Legion Admission Fee increase caculated as follows
July 1998 - June 1999 = 2.99 per visitor with 45.31 % paid
45.3% X $1.00 =$.45, $2.99 + $.45 = $3.44

VISITOR PROJECTIONS	Jul-99 Actual	Aug-99 Actual	Sep-99	Oct-99	Nov-99	Dec-99	Jan-00	Feb-00	Mar-00	Apr-00	May-00	Jun-00	TOTALS
DEYOUNG VISITORS	26,772	31,606	20,000	20,000	20,000	25,000	20,000	20,000	20,000	20,000	25,000	30,000	278,580
ATTRACTIONS	Saxe	Saxe	Saxe	Saxe	Weldersperg Millennium	Weldersperg Millennium	Weldersperg Millennium	Weldersperg Millennium	Weldersperg Millennium		Conner (30%)	Conner	
LEGION VISITORS	39,034	41,931	30,000	30,000	20,000	25,000	20,000	40,000	60,000	55,000	35,000	35,000	430,965
ATTRACTIONS	Bacon	St Francis	St Francis Gantner-Meyer	St Francis Gantner-Meyer	Gantner-Meyer	Gantner-Meyer		O'Keeffe (50%)	O'Keeffe Bouquets	O'Keeffe	O'Keeffe(50%)	Thiebaud(50%)	
												TOTALS	709,545

REVENUE CALCULATIONS													
DEYOUNG ADMISSIONS REVENUE	$82,746	$79,245	$49,600	$49,600	$49,600	$62,000	$49,600	$49,600	$49,600	$49,600	$62,000	$74,400	$687,591
LESS DEYOUNG ADMISSIONS EXPENSE	(7,602)	(7,602)	(7,602)	(7,602)	(7,602)	(7,602)	(7,602)	(7,602)	(7,602)	(7,602)	(7,602)	(7,602)	(91,224)
DEYOUNG ADMISSIONS NET	55,144	71,643	41,998	41,998	41,998	54,398	41,998	41,998	41,998	41,998	54,398	66,798	596,367
LEGION ADMISSIONS REVENUE	153,426	157,355	103,200	103,200	68,800	86,000	68,800	137,600	206,400	189,200	120,400	120,400	1,514,781
LESS LEGION ADMISSIONS EXPENSE	(7,602)	(7,602)	(7,602)	(7,602)	(7,602)	(7,602)	(7,602)	(7,602)	(7,602)	(7,602)	(7,602)	(7,602)	(91,224)
LEGION ADMISSIONS NET	145,824	149,753	95,598	95,598	61,198	78,398	61,198	129,998	198,798	181,596	112,798	112,798	1,423,557
COFAM SHARE OF GENERAL ADMISSIONS = 100% Legion end 50% deYoung/Asian	173,396	185,575	116,597	116,597	82,197	105,597	82,197	150,997	219,797	202,597	139,997	146,197	1,721,741
CUMULATIVE	173,396	358,971	475,568	592,165	674,362	779,959	862,156	1,013,153	1,232,950	1,435,547	1,575,544	1,721,741	1,721,741
AAM SHARE OF GENERAL ADMISSIONS = 50% deYoung Asian	27,572	35,822	20,999	20,999	20,999	27,199	20,999	20,999	20,999	20,999	27,199	33,399	298,184
CUMULATIVE	27,572	63,394	84,393	105,392	126,391	153,590	174,589	195,588	218,587	237,586	264,785	298,184	

Recent Attendance	Legion	deYoung/Asian	Totals
FY 93-94 Actual	0	606,586	606,586
FY 94-95 Actual	0	682,138	682,138
FY 95-96 Actual	406,482	491,206	897,688
FY 96-97 Actual	352,450	570,900	923,350
FY 97-98 Actual	357,153	314,943	672,096
FY 98-99 Actual	415,448	333,735	749,181 + 139,416 Impressionism @ YBG Center for Arts = 888,597 visitors
FY 98-99 Projections	430,965	278,580	709,545

Exhibition Assumptions

O'Keefe	Legion 2/19/00 - 5/14/00	300 visitors / hour = 144,300 attendance with 60% paid
Thiebaud	Legion 6/10/00 - 9/3/00	175 visitors / hour = 20,475 attendance with 60% paid during fiscal year 99-00.

CAFE SALES PER PERSON BASED ON JULY - JUNE 1999

DeYOUNG	$1.28
LEGION	$1.72

CAFE CATERING PER MONTH BASED ON JULY - JUNE 1999 AVERAGE

DeYOUNG	$4,296
LEGION	$50,778

MONTH	DeYOUNG ATTENDANCE	DeYOUNG SALES	DeYOUNG CATERING	TOTAL DeYOUNG	LEGION ATTENDANCE	LEGION SALES	LEGION CATERING	TOTAL LEGION
JULY	26,772	$36,828	$7,858	$44,686	39,074	$67,207	$53,556	$120,763
AUGUST	31,808	40,714	$7,858	48,572	41,931	72,121	$53,556	125,677
SEPTEMBER	20,000	25,600	$7,858	33,458	30,000	51,600	$53,556	105,156
OCTOBER	20,000	25,600	$7,858	33,458	30,000	51,600	$53,556	105,156
NOVEMBER	20,000	25,600	$7,858	33,458	20,000	34,400	$53,556	87,956
DECEMBER	25,000	32,000	$7,858	39,858	25,000	43,000	$53,556	96,556
JANUARY	20,000	25,600	$7,858	33,458	20,000	34,400	$53,556	87,956
FEBRUARY	20,000	25,600	$7,858	33,458	40,000	68,800	$53,556	122,356
MARCH	20,000	25,600	$7,858	33,458	60,000	103,200	$53,556	156,756
APRIL	20,000	25,600	$7,858	33,458	55,000	94,600	$53,556	148,156
MAY	25,000	32,000	$7,858	39,858	35,000	60,200	$53,556	113,756
JUNE	30,000	38,400	$7,858	46,258	35,000	60,200	$53,556	113,756
TOTALS	280,580	$359,142	$94,296	$453,438	431,005	$741,329	$642,672	$1,384,001

CONCESSION FEE SCHEDULE
FISCAL YEAR 1999/00

MONTH	CONCESSION FEES @ 6%	TOTAL REVENUE OVER $55K	CONCESSION FEES @ 10%	TOTAL CONCESSION FEES
JULY	$3,300	$110,448	$11,045	$14,345
AUGUST	3,300	119,250	11,925	15,225
SEPTEMBER	3,300	83,614	8,361	11,661
OCTOBER	3,300	83,614	8,361	11,661
NOVEMBER	3,300	66,414	6,641	9,941
DECEMBER	3,300	81,414	8,141	11,441
JANUARY	3,300	66,414	6,641	9,941
FEBRUARY	3,300	100,814	10,081	13,381
MARCH	3,300	135,214	13,521	16,821
APRIL	3,300	126,614	12,661	15,961
MAY	3,300	98,614	9,861	13,161
JUNE	3,300	105,014	10,501	13,801
TOTALS	$39,600	$1,177,439	$117,744	$157,344

MONTH	TOTAL SALES	TOTAL CATERING	TOTAL REVENUE
JULY	$104,035	$61,414	$165,449
AUGUST	112,836	61,414	174,250
SEPTEMBER	77,200	61,414	138,614
OCTOBER	77,200	61,414	138,614
NOVEMBER	80,000	61,414	121,414
DECEMBER	75,000	61,414	136,414
JANUARY	80,000	61,414	121,414
FEBRUARY	94,400	61,414	155,814
MARCH	128,800	61,414	190,214
APRIL	120,200	61,414	181,614
MAY	92,200	61,414	153,614
JUNE	98,600	61,414	160,014
TOTALS	$1,100,471	$736,968	$1,837,439

Appendix G - Membership Revenue Based on 45,000 Count

Member Category	98/99 % of Total	Membership Office Estimate % of Total	Average % of Total	Number at 45,000	Old Rates	New Rates	Renewals @ 80%	New Members	Renewal Income 50% Old Rate	50% New Rate	New Member Income	Total Membership Income
Senior	36.0%	26.8%	31.4%	14,130	40	40	11,304	2,826	226,080	226,080	113,040	565,200
Participating	38.8%	38.5%	38.7%	17,393	50	60	13,914	3,479	347,850	417,420	208,710	973,980
Contributing	9.0%	8.6%	8.8%	3,960	100	125	3,168	792	158,400	198,000	99,000	455,400
Donor	1.9%	1.9%	1.9%	855	250	250	684	171	85,500	85,500	42,750	213,750
Sponsor	0.3%	0.3%	0.3%	149	500	500	119	30	29,700	29,700	14,850	74,250
Family	13.2%	13.2%	13.2%	5,940	60	70	4,752	1,188	142,560	166,320	83,160	392,040
Teacher/Out of Region		9.3%	4.6%	2,084	35	35	1,667	417	29,169	29,169	14,585	72,923
Art Point	0.8%	1.5%	1.2%	518	75	85	414	104	15,525	17,595	8,798	41,918
Totals	100.0%	100.1%	100.06%	45,027			36,022	9,005	1,034,784	1,169,784	584,892	2,789,460

Note: Takes 53K @ June 1999 member count down to 45K.

	DESCRIPTION	(1) FY 98/99 BUDGET	(2) FY 98/99 PRE-AUDIT ACTUALS	(3) FY 99/00 PROJECTIONS	(4) VARIANCE (3) - (2)
1	LOCATION USE AND ART LOAN FEES	40,000	26,651	25,000	(1,651)
2	PHOTO SALES	40,000	34,003	35,000	997
3	AIRPORT FEES	30,000	33,721	24,000	(9,721)
4	DONATIONS (FREE FIRST WEDNESDAYS, ETC	18,000	13,859	15,000	1,141
5	COAT CHECK	3,000	10,692	6,000	(4,692)
6	ADULT ED PROGRAMS	28,450	15,908	8,500	(7,408)
7	DOCENT FEES/TOURS	35,000	39,375	35,000	(4,375)
8	PUBLICATION ROYALTIES	500	329	500	171
9	MEMBERSHIP DONATIONS	35,000	52,057	45,000	(7,057)
10	AUDIO TOUR - LEGION	2,500	1,492	1,200	(292)
11	OTHER	78,000	81,145	65,000	(16,145)
	TOTALS	310,450	309,232	260,200	(49,032)

Appendix "I" -- COFAM Other Expense Summary FY 1999-00

	(1)	(2)	(3)	(4)	(5)	(6)
Division / Departments	FY 1997-98 Actuals	FY 1998-99 Pre-Audit Results	Proposed FY 1999-00	FY 1999-00 Spec Fnd or Fee Covg	Equipment Purchases Over $1K	Notes
Curatorial / Conservation						
101 Office of the Chief Curator	56,783	51,396	57,500			
101-861 Ancient Art & Interpretation	1,646	987	1,800			
103 Library	48,990	39,568	36,135			
104 Registration	20,582	47,600	41,325		1,600	
104-743 Registration: Loans Out - Reimbursable	9,965	2,495	10,000	10,000		
104-811 Registration: Acquisitions Freight	5,034	8,424	10,000			
105 Permanent Collection Maintenance	2,963	4,106	5,000			$12K - Personnel
106 Photo Services	22,388	9,492	10,000		5,000	
106-778 Collection Digitization	24,129	15,916	30,000			
106-816 American Collection Digitization	2,344	13,722	-			
106-952 Thinker.org	27,597	40,379	31,200			
111 European Art	2,112	1,314	1,750			
112 American Art	2,001	4,036	500	500		Root
112-736 American Art Study Center	-	8,529	2,100			
112-750 Archives of American Art	2,886	3,104	2,000	2,000		Barcley Fund
112-813 American Art: Demuth Catalogue Research	10,000	-	-			
113 Textiles	17,153	3,067	1,503		2,115	
113-730 McCoy Jones Project	8	7,840	30,537			
113-769 Wiedersperg Carpet Prep	-	3,810	-			
115 Achenbach	7,805	8,905	8,500		3,000	
115-825 Rare Book and Portfolio Care		40	25,000	25,000		McNeil

Appendix "I" -- COFAM Other Expense Summary FY 1999-00

Division / Departments	(1) FY 1997-98 Actuals	(2) FY 1998-99 Pre-Audit Results	(3) Proposed FY 1999-00	(4) FY 1999-00 Spec Fnd or Fee Covg	(5) Equipment Purchases Over $1K	(6) Notes
115-795 Anderson Multi Media		6,500	11,500	11,500		Anderson - $8K, AGAC $3.5K
117 AOA	3,090	2,433	990			
117-771 AOA: Stele - Installation		3,260	7,000			
121 Paintings Conservation	5,477	10,770	10,600			
121-788 Ptgs Consv: Contract Lab Work	4,072	-	-	1,000		Lab fees
121-765 Da Sesto Painitng Conservation	80	3,062	3,253			
122 Textiles Conservation	6,971	7,512	6,270			
122-727 Prudence Tapestry Conservation	1,825	1,920	-			
122-739 Tex Consv: Contract Work	2,879	6,724	5,000	5,000		Lab fees
122-748 Tex Consv: Storage Pest Control	714	1,156	2,970			
122-749 Tex Consv: Textile Storage Boxes	-	5,305	-			
122-795 Tex Consv: IMS FortitudeTapestry Treatment	225	-	-			
123 Paper Conservation	6,707	7,257	3,900			
123-744 Paper Conservation -- Regional Lab	3,635	2,239	5,000	5,000		Lab fees
124 Objects Conservation	3,618	1,837	7,150			
124-740 Objects Consv: Contract Work	16,138	8,999	9,150	9,150		Lab fees
124-786 Upholstery Fund	585	0	2,150	2,150		Vielles Maison, Tiburon Auxiliary and Various
124-788 Objects Consv: Ormolu Conservation	-	982	-			
124-790 Objects Consv: Airport Exhibition Projects	30,489	24,481	38,800	38,800		Airport
Subtotal Curatorial and Conservation	350,891	369,167	416,583	108,100	11,715	
Education						
131 Ed: School Program	44,424	42,416	42,642	26,900		Hearst, Harrison
132-732 Education Department Benefit	-	14,321	-			

Appendix "I" -- COFAM Other Expense Summary FY 1999-00

Division / Departments	(1) FY 1997-98 Actuals	(2) FY 1998-99 Pre-Audit Results	(3) Proposed FY 1999-00	(4) FY 1999-00 Spec Fnd or Fee Covg	(5) Equipment Purchases Over $1K	(6) Notes
131-734 Ed: Poet-In-The-Galleries	17,644	11,070	8,400	8,400		CAC, Harrison, Hearst, $11.6K Personnel
131-746 Ed: Trustees Education Committee	200	306	648			
131-756 Ed: Gallery 1 Education Room	1,883	65	1,000	1,000		CAC (State Legislature) - $10K - Personnel
131-757 Ed: Youth Arts Festival	19,558	21,294	20,000			$2.1K - Personnel
131-762 Ed: Teachers Resource Center	-	2,912	23,750	23,750		CAC (State Legislature) - $9K - Personnel
131-793 Ed: Reading Rooms	510	-	1,560			$0.6K - Personnel
131-826 Ed: Artists' Studio		-	30,500	30,500		CAC (State Legislature) - $4.6 - Personnel
131-827 Ed: College Slides		-	12,500			McNeil
133 Ed: Museum Ambassadors	10,667	9,599	7,800	7,800		Adams, Hearst, CAC, Lurie, GAP, Puffin, Gellert - $47.2K - Personnel
134 Ed: Trucks/Classes/Demos	6,035	1,904	3,330			$31.6K - Personnel
134-798 Ed: Doing & Viewing - deYoung	-	5,432	6,660			
134-799Ed: Doing & Viewing - Legion	-	2,348	2,540			
135 - Adult Education Programs	51,896	45,481	77,500			$2.5K - Personnel
135-701 Ed: Legion Organ Concerts	48,300	25,018	20,000	20,000		Bradley fund
141 Ed: Docent Council - General	11,895	18,865	20,390	5,498		Asian Art Museum reimbursement for administrative costs Docent tour and lecture fees budgeted @ $35K
142 Ed: Docent Council - Western	6,642	6,176	7,790			
143 Ed: Docent Council - AOA	2,550	3,052	5,380			
Subtotal Education	222,204	210,259	292,390	123,848	0	
Curatorial / Conservation / Education	573,095	579,426	708,973			
Publications						
102-XXX Publications: Works-In-Progress	(1,659)	(8,602)	85,000	85,000	-	Mellon - $75k, Kirili - $10K
Exhibit Group						

Appendix "I" -- COFAM Other Expense Summary FY 1999-00

	(1)	(2)	(3)	(4)	(5)	(6)
	FY 1997-98 Actuals	FY 1998-99 Pre-Audit Results	Proposed FY 1999-00	FY 1999-00 Spec Fnd or Fee Covg	Equipment Purchases Over $1K	Notes
Division / Departments						
231 Exhibit Planning	31,723	29,935	27,000			
231-105 Nash Picasso Sabatical	10,936	-	-			
232 Graphic Design	30,892	14,237	15,400		5,100	
233 Technicians	33,112	42,605	61,889			
233-794 Exhibition Lighting	-	11,023	27,680			
Subtotal Exhibition Group	106,663	97,800	131,969	-	5,100	
Exhibit Program						
24X-XXX Exhibit Program	1,277,404	2,610,896	1,224,078	274,300		Appendix "C" for details
Subtotal Curatorial Division	1,955,503	3,279,520	2,150,020	359,300	5,100	
DEVELOPMENT DIVISION						
Development General						
301 Office of the Dep Dir Development	97,246	81,625	49,060			
302 Government/Foundation Grants	4,064	3,908	2,675			
303 Corporate Fundraising	2,990	22,809	9,000			
311 Individual Support Under $5,000	(1,925)	444	8,082			
312 Mail Campaign	56,446	63,341	54,000			
313 Friends and Patrons ($1,000 - $4,999)	2,643	1,659	-			See 311 - Individual Support Under $5,000
314 Phone Campaign	1,139	43,777	55,000			
321 Associates ($5,000 up)	1,577	7	8,825			
322 Trips	217,166	232,642	212,500			
323 Nat'l Council	4,834	5,748	8,311			

Appendix "I" -- COFAM Other Expense Summary FY 1999-00

	(1)	(2)	(3)	(4)	(5)	(6)
	FY 1997-98 Actuals	FY 1998-99 Pre-Audit Results	Proposed FY 1999-00	FY 1999-00 Spec Fnd or Fee Covg	Equipment Purchases Over $1K	Notes
Division / Departments						
331-XXX FAM Development Events	154,516	180,932	176,438			
332-XXX Exhibition Openings	63,546	109,713	-			
Subtotal Development	604,242	746,605	583,891			
Benefits/ Art Point						
112-736 American Art Studies Benefit	31,867	-	33,000	33,000		
305 Art Point	51,671	118,290	110,510	105,300		
333-XXX Christmas Gala	83,461	8,401	65,515	65,515		
Subtotal Benefits/Art Point	166,999	126,691	209,025	203,815		
MEMBERSHIP SERVICES						
341 Membership General	179,372	197,640	173,100			
342 Members Events	61,623	55,471	40,200			
343 Membership Promotion	135,682	269,569	229,000			
351 Data Base Services	25,719	15,387	19,672			
Subtotal Membership	402,396	538,067	461,972			
362-3 Member Magazine	243,254	94,965	188,000			
363-7 Members' Guide		155,736	149,000			
Subtotal Members' Publications	243,254	250,701	337,000			
Subtotal Development Division	1,416,891	1,662,064	1,591,888	203,815		
ADMINISTRATIVE DIVISION						
Administration General						
401 Office of the Director	55,226	87,794	67,000	1,359		Essey
402 Audience Development	66,643	58,386	25,000			

Appendix "I" -- COFAM Other Expense Summary FY 1999-00

Division / Departments	(1) FY 1997-98 Actuals	(2) FY 1998-99 Pre-Audit Results	(3) Proposed FY 1999-00	(4) FY 1999-00 Spec Fnd or Fee Covg	(5) Equipment Purchases Over $1K	(6) Notes
422 Gould Theater	390	8,885	10,000			
456-710 de Young First Wednesday Nights	27,780	28,822	32,090	20,000		Essey Fund
441 Accounting -- General	124,179	156,291	141,550		7,506	IBM AS400 lease
442 Admissions - de Young	4,792	4,538	2,500			
442 Admissions - Legion	4,792	4,975	4,500			
451 Administration -- General	506,393	611,829	595,022		5,639	
454 Legion Administrator / Maintenance & Repair	7,977	31,904	28,800			
454-806 Legion Tuesdays	96,693	86,526	88,400			
454-719 de Young Tuesdays	-	96,572	100,000	10,000		Essey Fund
456 Human Resources / de Young Administrator	-	-	11,500		5,000	
471 Board of Trustees	13,247	12,928	8,310			
Subtotal Administration	908,092	1,189,450	1,114,472	31,359	18,145	
MEDIA RELATIONS & ADVERTISING						
501 Marketing General	7,038	-	-			
411 Media Relations	58,499	57,098	49,500			
Subtotal Media Relations	63,537	57,098	49,500			
ADVERTISING						
412 Promotional Brochures	14,764	12,911	22,000			
414 Institutional Advertising	105,843	89,525	150,000	50,000		SF Foundation - Old de Young Promotion
415-XXX Exhibition Advertising	172,593	282,092	240,000			
416 Advertising General	7,969	3,074	10,000			
Subtotal Advertising	301,169	367,602	422,000			
Subtotal Media / Advertising	364,706	424,700	471,500	-	-	

Appendix "I" -- COFAM Other Expense Summary FY 1999-00

Division / Departments	(1) FY 1997-98 Actuals	(2) FY 1998-99 Pre-Audit Results	(3) Proposed FY 1999-00	(4) FY 1999-00 Spec Fnd or Fee Covg	(5) Equipment Purchases Over $1K	(6) Notes
New deYoung Planning	431,851	538,166	-			To Plant Fund FY 99/00
Operations Group						
202 Warehouse	149,375	181,043	188,960			
203 Security	44,529	50,841	50,720			
204 Engineering -- de Young	52,316	34,969	33,000			
204-818 Engineering -- Legion	47,688	29,679	44,025			
208-614 233 Post, Floors Mezzanine, 3, 5 & 8	157,963	188,921	185,942			
211 Courier Vehicle Op	5,278	1,398	3,100		23,100	
212 Health and Safety	4,359	3,065	3,850			
214 Pest Control	13,660	13,983	12,890			
215 Custodial - de Young	32,645	40,246	36,495			
215-819 Custodial - Legion	51,244	52,549	74,888			
216 Visitor Services - General	1,258	21	500			
217 Volunteer Council	7,143	8,725	8,302			
218 Flower Committee	20,698	11,966	12,000			
219 - ADA Disabled	4,715	5,150	5,085			
Subtotal Operations Group	592,871	582,356	619,557	-	23,100	
Stores						
461-5 Museum Stores	87,812	151,742	90,000		50,000	
463 Product Development	(2,377)	75	4,320			
Sutotal Stores	85,435	151,817	94,320	-	50,000 00	

Appendix "I" -- COFAM Other Expense Summary FY 1999-00

Division / Departments	(1) FY 1997-98 Actuals	(2) FY 1998-99 Pre-Audit Results	(3) Proposed FY 1999-00	(4) FY 1999-00 Spec Fnd or Fee Covg	(5) Equipment Purchases Over $1K	(6) Notes
334 Facilities Rentals	29,624	118,657	199,254	-	-	
Subtotal Administrative Division	2,412,779	3,005,146	2,499,103	31,359	91,245	
Grand Totals	5,785,173	7,946,730	6,241,011	594,474	96,345	

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Minutes

CORPORATION OF THE FINE ARTS MUSEUMS

Appendix A
Separated from the AG
Executive Committee
12/9/99

Board of Trustees
October 14, 1999

Call to Order

The regular meeting of the Board of Trustees of the Corporation of The Fine Arts Museums was held on Thursday, October 14, 1999, in Gallery 23 of the M. H. de Young Memorial Museum, Golden Gate Park, San Francisco. A quorum was present that being one-third of the number of Trustees in office. The meeting was called to order at 6:02 p.m. by Mrs. Alfred S. Wilsey, President.

Roll Call

The following Trustees were present:

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PUBLIC LIBRARY

Mrs. David P. Bancroft
Alvin H. Baum, Jr.
Alix Phillips Becker
Mrs. Philip E. Bowles III
T. Robert Burke
Mrs. Barbara B. Carleton
Belva Davis
Mrs. Ray Dolby, Vice President/Annual Support
Richard P. Essey
Richard H. Finn, Vice President/Finance
Morgan Flagg
Ms. Frankie Jacobs Gillette, Vice President/Civic Affairs
Mrs. Richard Goodyear
Richard W. Goss II
George Hecksher
Beverly James
J. Burgess Jamieson
Stephen L. Johnson
Diane B. Lloyd-Butler, Vice President/Audience Development
Nion McEvoy
J. Alec Merriam, Vice President/Collections
Robert A. Mills
Michael E. O'Neill
Steven MacGregor Read, Vice President/Facilities
Vivian Fei Tsen
William A. Stimson
Marshall I. Wais, Sr.

Calling of the Roll (continued)

The following Trustees were present (continued):

Mrs. Harry H. Wetzel
Mrs. Charles F. Willis
Mrs. Alfred S. Wilsey, President
Alfred S. Wilsey

On motion, duly seconded and carried unanimously, the following Trustees were excused:

Del M. Anderson
George McNear Bowles
Charles Crocker
Mrs. Lynn C. Fritz
Richard N. Goldman
Mrs. Nancy Hamon
Ann L. Johnson, M.D.
Leonard E. Kingsley
Mrs. Peter McBean
Lorna F. Meyer
Michael W. Michelson
Josie Mooney
Robert P. Morrow III
Walter S. Newman
George R. Roberts
Mrs. Thomas P. Rohlen
Waldemar Rojas
George B. Saxe
Gail P. Seneca
Dolores G. Terrazas
Burl A. Toler, Sr.
Sidney R. Unobskey
Carlos Villa

Other Trustees in attendance were:

Ruth Asawa
Robert J. Bransten
Princess Ramieri di San Faustino
Keith Eickman

Calling of the Roll (continued)

Other Trustees in attendance were (continued):

Mrs. John V. Erickson
David M. Jamison
Mrs. William B. MacColl, Jr.
Mrs. James K. McWilliams
Mrs. J. Alec Merriam
Katharine Doyle Spann
Florence Sue Wong

The following non-voting officers were present:

Harry S. Parker III, Chief Executive Officer
Steve Dykes, Treasurer
Judy Gough, Secretary

President Wilsey presided; Mrs. Gough acted as Secretary.

Report of the President - Mrs. Alfred S. Wilsey

A. Consideration and Possible Action to Approve the Minutes of the September 9, 1999 Meeting of the Executive Committee of the Board of Trustees

There being no discussion among the Trustees or members of the public, the minutes of the September 9, 1999 meeting of the Executive Committee of the Board of Trustees, having been mailed in advance to all Trustees, were unanimously approved.

B. **Consideration and Possible Action to Adopt a Resolution Recommended by the Executive Committee of the Board of Trustees of the Corporation of The Fine Arts Museums that Herzog & de Meuron Architekten AG in Association with Fong & Chan Architects Proceed with the Design and Engineering of a New de Young Museum in Golden Gate Park and that the President of the Board of Trustees and Chief Executive Officer of the Corporation of The Fine Arts Museums Are Authorized to Take All Necessary Steps to Implement and Expedite the Design and Engineering of a New de Young Museum in Golden Gate Park, including the Expenditure of Funds, Execution of Necessary Agreements, Commencement of the Environmental Review Process, and the Initiation of Review by Public Agencies as Required**

President Wilsey read the following resolution:

WHEREAS, At its meeting on January 14, 1999, the Board of Trustees selected Herzog & de Meuron Architekten AG to develop a conceptual plan for a new de Young Museum in Golden Gate Park; and

WHEREAS, Herzog & de Meuron has worked with Trustees, staff and Museum constituents to develop a conceptual plan, which was presented to the Board of Trustees on June 10, 1999; and

WHEREAS, Two workshops were held on August 16, 1999 and September 23, 1999 to inform the public about the Board's vision for a new de Young Museum in Golden Gate Park, present the conceptual plan, answer questions, and listen to public comments; and

WHEREAS, The conceptual plan as presented meets the objectives of a new de Young Museum in Golden Gate Park and now requires further development to fully realize both the vision and operation of a new de Young Museum; and

WHEREAS, Fong & Chan Architects have been selected as the local firm to support Herzog & de Meuron Architekten AG in the design and engineering of a new de Young Museum in Golden Gate Park; and

WHEREAS, The Executive Committee of the Board of Trustees of the Corporation of The Fine Arts Museums at its meeting on September 9, 1999 voted to recommend to the Board of Trustees that Herzog & de Meuron Architekten AG in association with Fong & Chan Architects proceed with the design and engineering of a New de Young Museum in Golden Gate Park; and

B. Consideration and Possible Action to Adopt a Resolution Recommended by the Executive Committee of the Board of Trustees of the Corporation of The Fine Arts Museums that Herzog & de Meuron Architekten AG in Association with Fong & Chan Architects Proceed with the Design and Engineering of a New de Young Museum in Golden Gate Park and that the President of the Board of Trustees and Chief Executive Officer of the Corporation of The Fine Arts Museums Are Authorized to Take All Necessary Steps to Implement and Expedite the Design and Engineering of a New de Young Museum in Golden Gate Park, including the Expenditure of Funds, Execution of Necessary Agreements, Commencement of the Environmental Review Process, and the Initiation of Review by Public Agencies as Required (continued)

WHEREAS, The Executive Committee further recommended that the President of the Board of Trustees and Chief Executive Officer are authorized to take all necessary steps to implement and expedite the design and engineering of a new de Young Museum in Golden Gate Park, including but not limited to the expenditure of funds, execution of necessary agreements, commencement of the environmental review process, and initiation of review by public agencies as required; and

WHEREAS, The Executive Committee further recommended that the President of the Board of Trustees and Chief Executive Officer shall continue to consult with Trustees, staff, Museum constituents, public officials, and the general public on the plans for a new de Young Museum in Golden Gate Park; now, therefore, be it

RESOLVED, That the Board of Trustees of the Corporation of The Fine Arts Museums authorizes Herzog & de Meuron Architekten AG in association with Fong & Chan Architects to proceed with the design and engineering of a New de Young Museum in Golden Gate Park; and, be it

FURTHER RESOLVED, That the President of the Board of Trustees and Chief Executive Officer are authorized to take all necessary steps to implement and expedite the design and engineering of a new de Young Museum in Golden Gate Park, including but not limited to the expenditure of funds, execution of necessary agreements, commencement of the environmental review process, and initiation of review by public agencies as required; and, be it

FURTHER RESOLVED, That the President of the Board of Trustees and Chief Executive Officer shall continue to consult with Trustees, staff, Museum constituents, public officials, and the general public on the plans for a new de Young Museum in Golden Gate Park.

B. Consideration and Possible Action to Adopt a Resolution Recommended by the Executive Committee of the Board of Trustees of the Corporation of The Fine Arts Museums that Herzog & de Meuron Architekten AG in Association with Fong & Chan Architects Proceed with the Design and Engineering of a New de Young Museum in Golden Gate Park and that the President of the Board of Trustees and Chief Executive Officer of the Corporation of The Fine Arts Museums Are Authorized to Take All Necessary Steps to Implement and Expedite the Design and Engineering of a New de Young Museum in Golden Gate Park, including the Expenditure of Funds, Execution of Necessary Agreements, Commencement of the Environmental Review Process, and the Initiation of Review by Public Agencies as Required (continued)

On motion, duly seconded, there was no discussion among the Trustees or members of the public. The Board of Trustees voted unanimously to adopt the above resolution as **Board Resolution 245.** President Wilsey particularly acknowledged the presence of David Fong, Principal, Fong & Chan Architects, and George Langdon, Project Manager, Fong & Chan Architects, at today's meeting.

C. Report on the Public Campaign to Build a New de Young Museum in Golden Gate Park

President Wilsey noted that a reception immediately following the Board meeting will celebrate the official launching of the public fund-raising campaign to build a new de Young Museum in Golden Gate Park . Mrs. Nan Tucker McEvoy has agreed to serve as Honorary Chair of the public campaign. Other members of the Ad Hoc Public Campaign Committee are: Mrs. David P. Bancroft, Alvin H. Baum, Jr., Richard H. Finn, J. Burgess Jamieson, David M. Jamison, and Mr. and Mrs. Leonard Kingsley.

Members of the Committee have been assigned areas of responsibility and have formed sub-committees to accomplish their goals. The following sub-committee reports were received:

David M. Jamison presented the capital campaign brochure, *My de Young*, which features individuals involved in the everyday life of the Museum – Pauline Schwartz, a docent; Leonard Gallard, a Museum guard; Jenny Louie-Hall, a teacher; and Yukendra Harris and Comet Castillo, Museum Ambassadors. *My de Young* will be mailed to 53,000 members of the Museums and major donors beginning tomorrow. Linda Peterson of Peterson, Skolnick & Dodge, and Cahan & Associates were instrumental in developing *My de Young.*

C. Report on the Public Campaign to Build a New de Young Museum in Golden Gate Park (continued)

The Outreach Gifts Committee is chaired by Alvin H. Baum, Jr. Trustee Baum advised that the Committee's charge is to reach out to segments of the community not associated with the Museums in the past. Donors who have already made a pledge to the capital campaign, as well as prospective donors, have been invited to a cultivation event on November 19th.

J. Burgess Jamieson, Michael E. O'Neill, and Richard H. Finn serve on a sub-committee, which will identify the twenty largest Bay Area corporations to be approached for capital campaign gifts. Trustees, who have any suggestions or contacts, were requested to call Trustee Finn, who Co-Chairs this sub-committee with Trustee Jamieson.

In the absence of Mr. and Mrs. Leonard Kingsley, Trustee J. Alec Merriam provided the report on the FAMily Sub-committee. Two committee meetings and one reception attended by approximately 150 members of the Museum Associates, Friends, or National Council have been held. Two additional receptions are scheduled for November 8th and November 22nd.

President Wilsey read the report of Mrs. David P. Bancroft, who chairs the sub-committee comprised of the presidents of ten of the Museums' supporting organizations. Two cultivation events have been organized, a morning coffee for the Chairs of the supporting organizations at the home of President Wilsey, and an evening reception on November 29th for members of the respective Boards and their spouses at the de Young Museum. It was announced that the Textiles Arts Council has already raised over $143,000; and the San Francisco Auxiliary has designated the proceeds of Bouquets to Arts and the October 20th panel discussion, Women of Substance and Style, to benefit the new de Young.

Report of the Chief Executive Officer - Harry S. Parker III

A. Report on COFAM Operating Budget as of August 31, 1999

Due to time constraints, the detailed COFAM Operating Budget Report as of August 31, 1999, mailed to all Trustees in advance of the meeting, was not presented. Mr. Parker stated that there were no outstanding matters to call to the attention of the Board of Trustees regarding the budget results. For the record, the following is noted:

Cumulative two month operating results were $305,000, about $134,000 better than budget, owing to a good summer, bolstered by the *Assisi* show at the Legion, and

A. Report on COFAM Operating Budget as of August 31, 1999 (continued)

expenses coming in lower than expected. However, when $61,000 in a final special charge for last year's early retirement offering and $54,000 in plant fund depreciation expense are taken into account, the bottom line was $190,000.

The COFAM reserve was $1,684,000 at August 31, 1999. This was about the same level as July but substantially better than $1,152,000 at June 30, 1999. The June reserve level is typically the lowest of the fiscal year because of year end expenses. Board Policy requires at least a $2 million reserve, but faltering de Young operations continue to erode COFAM's liquid assets.

Resources were up $73,000. Annual contributions ran $51,000 ahead, led by foundation grants and the Friends program. Revenues were $49,000 over budget, with member dues $48,000 higher than forecast. Personnel expenses were down $23,000; other expenses were down $41,000.

This is the first budget report, which includes City reimbursement of certain COFAM expenses. This is a key element worth $596,000 to balance the current fiscal year COFAM budget, along with raising the endowment distribution rate one-half percent to 4.5% worth $362,000, and $280,000 in net savings from the early retirement offering by reorganizing work and leaving positions vacant.

B. Consideration and Possible Action to Adopt a Resolution Authorizing the Opening of an Account at Charles Schwab & Co.

Mr. Parker reported that a gift of stock has necessitated the opening of an account at Charles Schwab & Co. He presented the following resolution:

> RESOLVED, That the Board of Trustees of the Corporation of The Fine Arts Museums does hereby authorize the Treasurer and Controller of the Corporation to open an account in the name of the Corporation at the firm of Charles Schwab & Co., for the sole purpose of receiving and selling gifted shares of stocks to this Corporation; and be it
>
> FURTHER RESOLVED, That this account remains in full force until rescinded or modified by this Board.

On motion, duly seconded, there was no discussion among the Trustees or members of the public. The Board of Trustees voted unanimously to adopt the resolution as **Board Resolution 246.**

C. Consideration and Possible Action to Adopt a Resolution Covering the Transfer of Shares at Charles Schwab & Co.

The companion resolution covering the sale of gifted shares of stock at Charles Schwab & Co. was introduced by Mr. Parker:

> RESOLVED, That any one of the following officers and employees of the Corporation of The Fine Arts Museums, to wit:
>
> Harry S. Parker III, Chief Executive Officer
> Stephen E. Dykes, Treasurer
> Barbara Boucke, Deputy Director for Development
> Robert M. Cullison, Controller
>
> and is authorized to sell, assign, transfer or dispose of any stocks, bonds, or other securities now or hereafter owned or held by the Corporation at Charles Schwab & Co.; and be it
>
> FURTHER RESOLVED, That any Transfer Agent, Registrar or issuer of securities to whom a copy of this resolution shall be delivered may rely upon this resolution until such time as written notice of any change, amendment or cancellation thereof shall have been received by such Transfer Agent, Registrar or issuer of securities.

On motion, duly seconded, there was no discussion among the Trustees or members of the public. The Board of Trustees voted unanimously to adopt the resolution as **Board Resolution 247.**

D. Consideration and Possible Action to Adopt a Resolution Authorizing the Transfer of Stock

Mr. Parker presented the following resolution:

> RESOLVED, That the Board of Trustees of the Corporation of The Fine Arts Museums (COFAM) does hereby authorize that any two of the following individuals are fully authorized and empowered to sell, assign, transfer, and deliver any and all shares of stock, bonds, debentures, notes, evidences of indebtedness, or other securities now or hereafter standing in the name of or owned by this Corporation and to make, execute, and deliver any and all written instruments necessary or proper to effectuate the authority hereby conferred, including execution of all written instructions

D. Consideration and Possible Action to Adopt a Resolution Authorizing the Transfer of Stock (continued)

necessary for our nominees, Wells Fargo Bank, Dresdner RCM Global Investors, and Merrill Lynch, to implement the transaction.

Authorized Individuals:
Harry S. Parker III
Stephen E. Dykes, Treasurer
Barbara Boucke, Deputy Director for Development
Robert M. Cullison, Controller

On motion, duly seconded, there was no discussion among the Trustees or members of the public. The Board of Trustees voted unanimously to adopt the resolution as **Board Resolution 248.**

Report of the Budget Committee - Richard H. Finn, Chair and Vice President

A. Consideration and Possible Action to Approve the Fiscal Year 1999-2000 Operating Budget

Chair Finn recalled that the Board of Trustees at its June 10, 1999 meeting adopted an Interim Fiscal Year 1999-2000 Operating Budget primarily due to the fact that two key financial impacts would not be known until mid-July: a) savings resulting from the COFAM Early Retirement Incentive Program; and b) the approval by the Board of Supervisors of the Mayor's budget proposal, which included $596,000 in reimbursement of certain expenses now paid by COFAM. Both of these issues have been satisfactorily resolved. Eleven employees elected to take the COFAM Early Retirement Incentive Offer. After reorganization costs to continue to provide services without filling 7.5 vacated positions, ongoing savings amounted to $280,000. And, the City approved $596,000 to reimburse COFAM for educational programs and building operating expenses.

In the interest of time, the detailed Fiscal Year 1999-2000 Final Operating Budget Proposal Report, mailed to all Trustees in advance of the meeting, was not presented. Chair Finn introduced the following resolution:

RESOLVED, That upon the recommendation of the COFAM Budget Committee, the Board of Trustees hereby approves the balanced FY 1999-2000 Operating Budget Proposal of $12.9 million.

A. Consideration and Possible Action to Approve the Fiscal Year 1999-2000 Operating Budget (continued)

On motion, duly seconded, there was no discussion among the Trustees or members of the public. The Board of Trustees voted unanimously to adopt the above resolution approving the Fiscal Year 1999-2000 Operating Budget as **Board Resolution 249**. For the record, the following is noted:

A balanced operating budget has been achieved with operating results at $492,000, less $61,000 in early retirement offering final charges and $325,000 in plant fund depreciation costs, for a projected overall surplus of $106,000.

In addition to the $280,000 savings associated with the COFAM early retirement offer and the $596,000 in additional reimbursement from the City, the operating budget was bolstered by increasing the endowment distribution, raising general admission fees at the Legion, increasing membership dues, and taking up facility rental fees. Expenses have been held down as much as possible, including a job freeze and no professional and management salary increases.

Total attendance is forecast to be 710,000 compared to 889,000 last year with the *Impressionists* exhibition downtown. For all the efforts to pump up resources and contain / reduce expenses, the overarching financial theme continues to be addressing the structural deficit created by the de Young, which can no longer house major shows. To get a better grip on operating difficulties before a new de Young opens, senior management and the Budget Committee are updating long-range financial projections, which will be provided to the Board of Trustees in January 2000.

Report of the Annual Support Committee - Mrs. Ray Dolby, Chair and Vice President

Chair Dolby reported that the annual fund-raising goal for the 1999-2000 fiscal year is $2,665,000, an increase of $10,000 over the previous fiscal year. It was recognized that this is an ambitious undertaking since the de Young capital campaign will be occurring at the same time. At the end of August 1999, $225,000 had been raised. New members have recently joined the Museum Associates, Friends, and Patrons.

Report of the Fine Arts Museums Foundation - Charles Crocker, President

In the absence of President Crocker, Trustee Stimson presented the Endowment Fund Report. At the close of business on October 11, 1999, the endowment portfolio was valued at $76,006,198. It was invested 63% in equities, 33% in fixed income, and 4% in cash and cash equivalents.

Adjournment - Mrs. Alfred S. Wilsey, President

There being no further business, the meeting was adjourned at 6:20 p.m.

Respectfully submitted,

Judy Gough
Executive Secretary
Museums

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Note: Immediately following this meeting, a reception was held honoring the recipients of the 1998-99 McNeil Volunteer Recognition Award and launching the public campaign for a new de Young Museum in Golden Gate Park.